THEY BITE

Original Story and Screenplay

by

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"For millions of years they had lain motionless in their burrows, swimming in foetal fluids, silent, unobserved. Man had never known them, for they were older than Man and had never walked the Earth with him. They had outlived every species of living thing that walked or flew, swam or crawled. But now a change was taking place; their sluggish vital processes were beginning to accelerate. Dim impulses throbbed through their minds.

They were hungry."

FADE IN:

EXTERIOR - DESERT IN THE AMERICAN SOUTHWEST - NOON

A TINY KANGAROO MOUSE hops across the sun-parched desert floor. It stops for a moment, munches on a tiny plant in the midday heat.

Without warning, a large wasp swoops down. A brief, brutal struggle. The mouse is stung. It kicks momentarily, then lies still.

A WIDER ANGLE reveals a young man standing watching this display of natural brutality. He holds his arm out and drops a piece of chewing-gum wrapper.

The paper flutters down and lands on the wasp, which freezes, then spins angrily, looking for its challenger.

Losing interest in the game, the young man walks over to a pair of expensive-looking suitcases and sits down on them. He--and his suitcases--are the only landmarks at a dusty crossroads in the middle of a barren stretch of desert, bounded on the horizon by shimmering mountains.

He looks like a student. His clothes, while casual, are new-looking; they haven't yet been subjected to weeks of work in the desert sun. He is BRIAN ALCOTT.

He wipes his forehead on his sleeve, sighs, looks around, checks his watch. He switches on a transistor radio, twirls the dial: static on all channels.

Then he shades his eyes and peers over at the insect.

CLOSE SHOT OF THE WASP. It is dragging the immobile mouse down into its burrow: a hole in the ground.

DISSOLVE TO:

A red title on a black screen:

THEY BITE

Over this, we hear the METALLIC BUZZ OF AN UNKNOWN INSECT.

SMASH CUT TO:

EXTERIOR - DESERT - AFTERNOON

MAIN TITLE SEQUENCE.

We are riding in a top-down jeep which is speeding along a service road at a good clip. At the wheel of the jeep is CHRIS WHITTAKER, in his 20's, deeply suntanned with a sun-bleached beard.

Sitting in the passenger seat, his hair whipping in the wind, is BRIAN. Next to Chris, he looks pale and clean-shaven.

In the back seat are Brian's suitcases; and next to them, a big cardboard box full of groceries.

They drive in silence. Long shadows drape themselves across the afternoon desert, and in the distance blue mountains shimmer behind the afternoon heat haze.

Up ahead, the road ends at a group of quonset huts.

TITLES END as the jeep pulls into camp.

EXTERIOR - CAMP - AFTERNOON

These corrugated metal shelters, painted various riotous colors, are clustered geometrically together in the desert. A lot of subsidiary equipment sprawls around them: water tank, generator, wooden crates, picnic tables; power and telephone cables run parallel to the road to terminate at the various quonsets.

A couple of sun-tanned young people in shorts and jeans laze around the picnic tables as the jeep pulls into camp. They rise to meet the jeep, which has come to a halt in a cloud of dust.

Chris kills the engine.

CHRIS
Here we are. Home.

They climb out of the jeep.

CHRIS (CONT'D)
Well, what do you think?

Brian gazes around at the BARREN, DUSTY LANDSCAPE and the primitive quonset huts.

BRIAN
(speechless)
It's, uh...

CHRIS
No traffic, no smog. Smell that fresh air!

A big COLLIE rushes up, BARKING. It jumps up and licks Brian on the face.

CHRIS (CONT'D)
Meet Killer the Collie. Kill, girl.

Killer falls down on the ground and rolls over on her back, waiting to be petted. While Chris gets the box of groceries out of the jeep, Brian bends over to rub the dog's belly.

A LITTLE GIRL, four years old, with curly blonde hair, runs out laughing after the dog. She stops in her tracks when she sees Brian. Her eyes get big and serious.

LITTLE GIRL
(to Brian)
You must be the stuck-up rich kid.

BRIAN
Who said that?

LITTLE GIRL
Everybody.

CHRIS
(laughs)
Well, you just met Kimby. She's our mascot.

KIMBY
My real name is Kimberly.

BRIAN
How old are you?

KIMBY
(holds up five fingers)
Four.

CHRIS
Come on, Brian, let's get you situated.

Brian rises, hauls his luggage out of the jeep, and starts after Chris, who is walking toward the quonset huts with his armload of groceries. CAMERA FOLLOWS THEM AS THEY WALK, dog and baby in tow.

A PREGNANT GIRL and a YOUNG MAN walk up and join the procession. They are both deeply tanned and smiling. She wears shorts, accentuating her pregnancy.

PREGNANT GIRL
This him?

CHRIS
(over his shoulder)
This is Brian Alcott. Shelly Thompson and her husband Gilbert Thompson.

GIL
Gil for short.

BRIAN
(shaking hands while walking)
Hi.

GIL
I hear you got a ton of money.

BRIAN
Well, not on me.

SHELLY
Say, uh...Brian...aren't you the guy that, uh...

BRIAN
Yes, I'm the guy that, uh...

CHRIS
Hey Gil, your wife won't last the summer. She'll be due before we finish.

SHELLY
I'm going to have puppies.

They all laugh. Gil grabs his wife's swollen belly.

GIL
We're going to have it by natural childbirth, ain't we honey? Right out under a cactus while you bite a bullet.

SHELLY
(laughs)
Up yours, buster. I'm going to a hospital.

CHRIS
Look, you guys. I want to get Brian oriented. I'll talk to you in a second.
(to Brian)
Come on. I'll introduce you to Davies.

The others drop behind as Brian follows Chris around to one of the central quonset huts. The huts are screened on either end.

Chris stops at a screen door and peers into the gloom inside.

CHRIS
(calls in)
Is Davies in there?

GIRL'S VOICE
(inside)
Not right now. They're still at the dig.

CHRIS
(to Brian)
Go on in. Davies should be around in a few minutes. I gotta put these groceries away. I'll see you at dinner.

Chris trots off with the heavy box.

INTERIOR - DAVIES' QUONSET - AFTERNOON

Brian shuffles slowly in with his luggage, blinking in the relative darkness of the interior.

GIRL'S VOICE
(off screen)
You must be the new guy.

BRIAN
I'm, uh, Brian Alcott. I'm a grad student from USC and I can't see you at all.

GIRL'S VOICE
(laughs)
Your eyes'll adjust in a second.

As his eyes adjust to the darkness, he sees an EXTREMELY LOVELY RED-HAIRED GIRL sitting in a hammock near a time-worn wooden desk. The quonset office is full of scholarly debris: crates, bones, papers, charts.

GIRL (CONT'D)
Hello, Brian. I'm Heather Smith.

BRIAN
(taken with her)
Hi.

He puts down his luggage and wipes his hands on his pants. Heather holds out her hand. He takes it, staring at her face.

HEATHER
I'm from Vassar. Ever been on a dig before?

BRIAN
No, this is my first time.

HEATHER
Sit down. Davies will be back in a minute. You'll really like him.

Brian sits in the chair next to the desk.

BRIAN
What do you do for fun around here?

HEATHER
Listen to the grass wilt. Is it true what I heard about you?

BRIAN
(laughing)
Jesus, I feel like a gunfighter! My reputation precedes me!

HEATHER
(intrigued)
Why did you do it?

BRIAN
It seemed like the thing to do at the time.

There are VOICES outside the hut. The screen door opens and a tall man, in his late forties, with a beard and wire-rimmed glasses, steps in: PROFESSOR DAVIES. He is lean, brown as a walnut, and he wears khaki shorts and hiking boots.

DAVIES
(to Heather; grinning broadly)
Emerson was trying to catch a lizard and he fell in a cactus patch. Right on his ass. I told him he'll have to cut a hole in his hammock.

Heather LAUGHS LOUDLY. Davies begins to unload his armful of materials on the floor.

DAVIES (CONT'D)
(spies Brian)
You need a tan.

HEATHER
(swings out of the hammock)
I'll run along now.

DAVIES
Oh, Heather, Chris brought your hand lotion. You can catch him on the run if you hurry.

HEATHER
Good. See you both at dinner.

BRIAN
(staring after her)
Goodbye.

The screen door slams behind her on its spring.

Davies seats himself at the desk and puts down a box of candy he is carrying.

DAVIES
You're going to like it here. Have a seat.

Brian sits back down.

DAVIES (CONT'D)
My name is Sewell Davies. I have a Ph.D., so I guess I must be in charge of this project. You're Brian Alcott.

He gives Brian a vigorous handshake.

BRIAN
Yes, sir. Very pleased to meet you.

Davies digs around in a file cabinet and comes out with a transcript of grades. He peers at it.

DAVIES
Your grades stink.

BRIAN
(uncomfortably)
Uh, only in the humanities.

Davies puts down the transcript and rips the cellophane off the candy box.

DAVIES
Chocolate-covered cherries. Chris brought them back for me. I can't get enough of them. Want one?

BRIAN
No thanks.

Davies sticks one in his mouth.

DAVIES
(mouth full)
Delicious.

He wipes his fingers off on his shorts.

DAVIES (CONT'D)
Settled on a thesis topic yet?

BRIAN
Not yet, no. I haven't felt like specializing.

DAVIES
Yes, I know how you feel.

Davies turns a page in Brian's folder and studies it.

DAVIES (CONT'D)
I wanted to talk to you about why you were accepted to this program.

BRIAN
(wearily)
Because my father donated Alcott Hall to the university.

DAVIES
Wrong. Get that chip off your shoulder.

BRIAN
Professor Davies, it's obvious why I'm here. I couldn't have gotten in otherwise. As you so delicately pointed out, my grades are lousy...

DAVIES
But not in paleontology--and that's what I'm interested in. Frankly, I don't trust people who make good grades in everything. All it proves is they don't know when to take their nose out of a book. This way I know you like paleo. And as for that stunt you pulled--I couldn't give less of a damn what you did or why you did it.

Brian smiles. He suddenly likes this man.

BRIAN
Actually, my dad stuck me out here--figured it was someplace I'd stay out of trouble for the summer.

DAVIES
(smiles)
I'm sorry to say he picked the right place. The only night life around here runs on all fours.

They both laugh.

DAVIES (CONT'D)
We usually have a little song-fest outside after dinner. Do you play a musical instrument?

BRIAN
Uh--electric guitar.

DAVIES
Did you bring it?

BRIAN
No, I, uh, didn't think...

DAVIES
(frowns)
Well...then it's Thompson again on his ukelele.

EXTERIOR - PICNIC TABLES - EARLY EVENING

The sun is still above the horizon. The camp is having dinner at the picnic tables outside the quonsets.

Brian is lined up, tray in hand, with Chris and a girl named CONNIE. Chris is pointing things out to Brian as they advance in line.

CHRIS
...Then we catalogue them, and treat them, and store them, over there--in Darwin Hall.
(gestures to a quonset hut)
Storehouse. Keep most of the fossil records there too.

There are eleven STUDENTS, all chatting and laughing and eating. Davies, baby Kimby, and the COOK complete the group of fourteen people. The cook is an American Indian in his 30's, dressed in jeans, piped Western-style shirt, and a woven cowboy hat. He is serving food from a folding table.

CHRIS (CONT'D)
Did you meet our cook? Brian, this is James White Feather.

BRIAN
(nods to the Indian)
Mr. White Feather.

JAMES WHITE FEATHER nods expressionlessly and slops some food onto Brian's tray. Chris, Connie and Brian start looking for a table. Kimby runs past.

BRIAN
What's the story on the kid?

CONNIE
Oh--she belongs to Mary. Your typical 26-year-old divorcee. And, uh--unattached.

BRIAN
How come they let her bring the kid along?

CONNIE
Oh, Davies pushed it through.

They find an empty table and sit down. Killer the Collie comes up and begs food from Connie.

CONNIE (CONT'D)
Killer, bad girl. Oh, all right. Sit.

But Brian is only paying half attention. He is LOOKING ACROSS AT THE OTHER PICNIC TABLE WHERE HEATHER AND DAVIES ARE SEATED TOGETHER, laughing, gesturing and talking with the other students.

BRIAN
(to Chris)
What about her?

CHRIS
(eating)
Who?

BRIAN
(nods toward Heather)
Her.

CHRIS
Oh, you mean Miss Untouchable? She's...

But before Chris can answer, he spies a dark, serious-looking fellow with glasses who is passing, tray in hand. He looks quite intelligent.

CHRIS (CONT'D)
Hey, Clark! Clark, have you met Brian?

CLARK
No.
(offers his hand)
Nice to meet you. Brian, is it? Owen Clark.

BRIAN
(rising and taking his hand)
Yes, I heard about you--from Davies. He said you were uncovering a pretty impressive fossil.

CLARK
That's right, an Ornithiscia.

BRIAN
In fact, he said it might be possible for me to work on it with you.

CLARK
Oh, so he volunteered me, did he?

BRIAN
(startled)
Well no, no, he didn't volunteer...

CLARK
I guess that's the end of the discussion, then. *I've got you.*

Clark walks away.

CONNIE
I'm sorry about that, Brian. Owen's a little unique.

BRIAN
(sitting back down)
Is he?

CHRIS
Yeah, he's got a broom up his ass. Hey, tomorrow when you see the dig...

Chris rambles on, but Brian is not listening. As he begins *to eat, he is looking across at HEATHER.*

EXTERIOR - THE CAMP - SUNSET

PANORAMIC SHOT OF THE MOUNTAINS in the distance, behind a red haze of afternoon dust. As we watch, a thick front of BLACK THUNDERHEAD CLOUDS rolls in over the mountains, trailing a gauzy veil of rain and moving rapidly toward the camp. There is a roll of THUNDER.

ANGLE ON CHRIS, CONNIE, AND BRIAN, who stand at the door to one of the bunk quonsets, watching the storm come in.

CHRIS
Oh, shit. It's one of those goddamned summer storms. Shelly left our theodolite out at the site.

He turns to Connie and touches her cheek.

CHRIS (CONT'D)
It'll get rained on and rust up solid. I'm going to have to go out and get it.

CONNIE
(disappointed that he's leaving)
Aww...

CHRIS
Half an hour.

BRIAN
Can I come along? I'd like to see the dig.

CHRIS
Sure, why not?

They start walking briskly.

CHRIS (CONT'D)
It'll be dark soon, but you'll get some idea. I'm gonna put the top on the jeep. Go see if you can rustle up a couple of ponchos, will you? Davies has some in his quonset.

BRIAN
Yeah, okay.

CHRIS
Pick you up in the jeep in five minutes. Right out front here.

BRIAN
Sure, fine.

They separate and stride off in different directions.

EXTERIOR - DAVIES' QUONSET - EVENING

It is starting to get CHILL AND DARK now. A COLD WIND blows in, ruffling Brian's hair as he walks to the door of the quonset and quickly pulls it open.

BRIAN
Professor Davies--

INTERIOR - DAVIES' QUONSET - EVENING

There is a quick RUSTLING AND MOTION from the hammock. HEATHER AND DAVIES ARE MAKING LOVE. They quickly pull the covers over themselves.

EXTERIOR - DAVIES' QUONSET - EVENING

Brian lets the screen door slam. He retreats away from the hut, his face a round question mark of astonishment.

After a moment, Davies steps slowly out of the hut, tucking in his shirt.

DAVIES
(wearily)
Yes, Brian.

BRIAN
(quite embarrassed)
It wasn't really anything, Professor, uh, Davies. Chris has to drive out to the dig to pick up some equipment that's going to get rained on, and he told me to get a couple of ponchos from you...

DAVIES
Yes, well, just a moment.

He goes back inside and reappears a moment later with a couple of rubber bundles, which he hands to Brian.

BRIAN
Thanks, I'm, uh, sorry I bothered you.

DAVIES
That's all right. Are you going with him?

BRIAN
(backing away with the bundles)
Yes.

DAVIES
Good, good.

CUT DIRECTLY TO:

INTERIOR - JEEP - NIGHT - RAIN

Brian and Chris are speeding through the darkness in the jeep. It's RAINING LIKE HELL, the rain pounding on the canvas top as the vehicle bounces along. The headlights cut a hazy path through the storm.

CHRIS
What's wrong? You haven't said a word for ten minutes.

BRIAN
(snapping out of it)
I haven't?

CHRIS
You were interested in Heather, weren't you?

BRIAN
Oh, I don't know.

CHRIS
It's been going on since we first started the dig. Everybody was after her in the beginning, but we didn't stand a chance.

BRIAN
(ruefully)
I sort of walked in on them. I felt like a fool.

CHRIS
Don't let it bother you; it's not the first time.

BRIAN
Jesus, he says it's dull out here and he's got the best action stashed away for himself!

CHRIS
Forget it. Plenty of others. People have a way of sort of switching around out here. Connie was with Clark first, and I was with that blonde, Donna.

BRIAN
What's Donna doing now?

CHRIS
She's with Emerson.

BRIAN
Who was Emerson with first?

CHRIS
Louise.

BRIAN
What about Louise?

CHRIS
She's with Clark.

BRIAN
(giving up)
Oh.

EXTERIOR - THE FOOTHILLS - NIGHT - RAIN

The jeep bounces to a halt. Leaving the lights on, Brian and Chris climb out into the pounding rain and start walking. They click on FLASHLIGHTS. Their ponchos glisten wetly.

CHRIS
The site is over this way.

After a moment their flashlights reveal a worked area of ground, marked off into squares with stakes and full of deep pits. Chris hurries forward and picks up a thing like a tripod with a small telescope on top.

CHRIS (CONT'D)
Damn fool left it right out in the open. Been ruined if we didn't come out here.

Chris shines his flashlight on a cliff face.

CHRIS (CONT'D)
That's the fault. Really beautiful sedimentary cross-section. Right back to the Jurassic.

Brian brings his flashlight up to join Chris's, and they stand in the rain, looking at the cliff for a moment.

Suddenly Brian TURNS HIS HEAD IN A LISTENING POSTURE.

CHRIS (CONT'D)
What is it?

BRIAN
I thought I heard something.

A *FLASH OF LIGHTNING*, simultaneous with a LOUD CLAP OF THUNDER.

CHRIS
(gesturing with the theodolite)
Better get this back to the jeep.

They start walking back the way they came.

CHRIS (CONT'D)
What did you hear?

BRIAN
Kind of a...scraping sound.

Brian stops suddenly, grabbing Chris's arm.

BRIAN (CONT'D)
There! Hear it?

They listen, but the RAIN obscures any other sound.

CHRIS
No. Let's get back to the jeep.

They resume walking briskly. Suddenly Brian STOPS and points his flashlight into the darkness.

BRIAN
There! Look at that!

Chris turns back and stares in the direction of the beam.

Illuminated in the beam from the flashlight, a saml1 circular MOUND OF SAND is being pushed up out of the ground. Slowly it inches up, a soggy PLUG of sand and dirt.

BRIAN (CONT'D)
What is it?

The rain hammers down. Chris shakes his head.

CHRIS
I don't know, Brian. Some burrowing animal.

BRIAN
Look at that!

The plug is still RISING. The deeper dirt just breaking the surface is dark brown, filled with small rocks and shale.

The plug is no longer loose sand. It is tightly packed earth and stones, and is rising from the ground as a cylinder, maybe six inches in diameter. It has risen to a height of FOUR FEET.

CHRIS
(suddenly interested)
My God!

BRIAN
Look at the rocks and shale at the base. That comes from way down.

They both take a few steps forward.

The plug is now SIX FEET in the air. The weaker top soil topples over, but the plug continues to rise, the rain bouncing off it in a spray.

BRIAN (CONT'D)
Can an animal do that?

Chris swings his flashlight off in another direction.

CHRIS
Look over there!

ANOTHER PLUG rising out of the ground is twelve feet tall. The base of it is black.

CHRIS (CONT'D)
I don't believe that.

The second plug BREAKS OFF and falls to the ground with a thud. But more of it continues to rise from the hole.

Now we can hear MORE SCRAPING NOISES. Brian turns his light away to another area.

TWO MORE PLUGS have begun to rise out of the rain-soaked sand.

BRIAN
They're coming up all around us.

They swing their beams in a wide arc. TEN OR FIFTEEN PLUGS have begun to push up out of the ground.

CHRIS
Find that tall one that broke off.

They scan their flashlights. The plug, now risen again to a height of ten feet, is composed of solid granite. The rock stratifications are clearly visible in it.

BRIAN
Is this some kind of...volcanic activity? You guys have been digging around out here. Maybe you weakened some holes, a pressurized gas pocket. An oil field? Geysers?

The second plug suddenly topples over again in the sand. There is a SMALL HOLE, HARD AND CIRCULAR, where the plug had been.

CHRIS
(uneasy)
I don't know. Maybe we better get out of here.

BRIAN
Wait, look.

SOMETHING BEGINS TO CRAWL OUT OF THE HOLE.

It is PALE GREEN AND TRANSPARENT, with some sort of segmentation, and it vibrates, struggling with great effort to pull itself out of the hole. It bulges out, pulls back, then thrusts out again, all very quickly with an impression of straining, tensing muscles.

CHRIS
(repulsed)
My God!

The THING lunges from side to side, straining to pull itself out. It seems to swell slightly as it emerges, as though it is too large for the hole. Several kicking legs come free, and it scrabbles at the ground with the transparent, stick-like limbs, trying to get a purchase and yank itself free.

It is like watching something being born.

Finally, with one last convulsive effort, it pulls itself out of the hole. Wobbling, it crawls on the sand on several articulated legs, obviously unable to support its own weight. Whatever it is, it is about the size of a large house cat. Its skin--soft, pale, transparent--glistens slimily in the rain.

CHRIS (CONT'D)
My sweet Jesus.

BRIAN
The legs, look at the legs.

They keep their lights trained on the jointed creature as it moves slowly on the sand, tottering on weak legs.

BRIAN (CONT'D)
Wait a minute.
(spins his flashlight to another spot)

ANOTHER CREATURE has crawled up out of its hole. But this one is BROWN, and sturdier on its feet. The transparent green coloration has almost disappeared.

BRIAN (CONT'D)
That one's different--

Now we can hear SCUFFLING NOISES all around in the dark.

CHRIS
Jesus, these things are all around us.

They flash their lights around, catching a THIRD CREATURE in their beams.

This one now has a HARD BLACK COLOR, and it looks STRONG. It moves quickly back and forth on its legs, testing them. The thing is now the size of a small dog. Its legs vibrate, thump the ground with new-found energy.

BRIAN
I think--look--I think they're developing--

CHRIS
Look at the way it's moving!

The thing stops moving and TURNS TOWARD THEM with a quick flip of its legs.

CHRIS (CONT'D)
Oh, shit.

The creature is motionless. It seems to be looking at them.

CHRIS (CONT'D)
Hey, let's get out of here.

SUDDENLY, WITH BLINDING SPEED, THE CRAB-LIKE THING LAUNCHES ITSELF AND RACES TOWARD THEM WITH A FLASHING OF SEGMENTED LEGS.

Chris steps back, dropping the surveying instrument. THE CREATURE LEAPS AND ATTACHES ITSELF TO CHRIS' ARM, BUZZING, ITS LEGS THRASHING WILDLY. Chris SCREAMS and drops his flashlight.

The thing is clawing and tearing at Chris' arm, vibrating savagely like a piranha that has attached itself to a victim. Brian beats at it with his flashlight. The beam wipes across the rain and their struggling bodies. The thing DRONES, CRUNCHES into his arm. Chris SCREAMS several more times, in a hysterical falsetto.

Brian brings the flashlight down on the animal with repeated blows. Its shell CRACKS. The thing BUZZES and vibrates wildly, then drops from Chris to the ground. Brian falls to his knees and pounds the flashlight into the thing. After several blows the creature is still.

Brian rises to his feet. There is a LOUD DRONING all around him. He turns and steps toward Chris, shining his light on him.

Chris is tottering backward, his eyes wide and glazed. His arm has been taken off at the elbow. The remaining stump is a mass of ripped clothing and blood and shredded skin.

Brian grabs him and drags him toward the jeep. Chris' face is white. He opens his mouth to say something but cannot.

EXTERIOR - THE JEEP - NIGHT - RAIN

They stumble toward the jeep. Its lights, still on, reveal more creatures.

LIGHTNING ILLUMINATES THE AREA BRIEFLY. There are dozens of creatures in various stages of growth all around the jeep. Most of them are green and wobble unsurely.

Brian pushes Chris into the jeep and jumps in on the driver's side. He turns the key. The engine grinds but doesn't start.

BRIAN
Start, god damn you!

A creature crawls up onto the hood of the jeep. The ENGINE

CATCHES, and with a roar, Brian accelerates out of the dig site. The creature drops from the hood.

INTERIOR - JEEP - NIGHT - RAIN

Rain blasts against the windshield. Chris sits very quietly, his face grey, staring straight ahead. He looks frightened.

CHRIS
(in shock)
Take me home. I'd like to go home now. Please take me home.

Brian says nothing. He does not take his eyes from the road ahead.

CHRIS (CONT'D)
Please take me home now.

Chris looks down at the stump of his arm, which is pumping blood in rhythmic spurts. Brian catches a glimpse of this.

BRIAN
Chris, listen. I want you to hold your elbow with your hand, to stop the bleeding.

CHRIS
My elbow?

BRIAN
Yes, grip it with your hand, as tight as you can.

Chris looks down and grasps the stump of his elbow. He closes his hand over the wound.

BRIAN
(still staring at the road)
As tight as you can.

Chris tightens his grip. The flow of blood subsides to a trickle.

BRIAN (CONT'D)
Just hang on, Chris, we'll be back in a minute.

CHRIS
(incredulous)
It bit my arm off.

BRIAN
Just hang on.

The rain blasts down. The speedometer reads 95 MPH.

Suddenly, up ahead, the LIGHTS OF THE CAMP glow through the sheets of rain.

BRIAN
We're there, Chris, we're back, there's the camp!

CHRIS
(still in shock, dazed)
Camp?

BRIAN
We're back at the camp, you're going to be all right!

CHRIS
(confused)
What about my arm? Are we home now?

EXTERIOR - CAMP - NIGHT - RAIN

The jeep screeches to a halt in front of the nearest quonset, showering gravel for yards. Blazing light radiates from the open screen end of the hut. We can see people inside and hear SINGING.

Brian stumbles out of the jeep in extreme haste, runs around to the other side, and helps Chris out into the rain. Chris can't support his own weight, and Brian drags him across the gravel to the quonset.

INTERIOR - "STUDENT UNION" QUONSET - NIGHT - RAIN

There are tables and chairs inside. Four or five people (GIL, CONNIE, HARRY, LOUISE) are sitting around. Some of them are playing cards. Some are singing while Gil plays the ukelele. They are all drinking beer and wine.

The door is YANKED OPEN, and Brian stands there supporting Chris.

BRIAN
For God's sake, help me.

The ukelele stops. They all turn.

CONNIE
Oh my God.

Connie and a couple of others jump up and rush forward to help. They carry Chris inside, dripping rain. Brian is breathing heavily, his hair plastered wetly to his head.

GIL
Christ, what happened?

CONNIE
Oh my God, Chris!

LOUISE
What did you do to him?

BRIAN
I didn't do anything, I...

HARRY
Somebody get a belt, or a scarf, a tourniquet!

GIL
(whipping off his belt)
Here, take mine!

As they ease Chris onto a cot, Harry is wrapping the belt around the stump of Chris' arm, cinching it tight.

LOUISE
Somebody get Davies.

Gil and Louise rush out the door into the rain.

Connie sits holding Chris' hand and sobbing violently. He is white from loss of blood--he doesn't look like he is going to make it.

CONNIE
(crying)
Oh Chris, what happened to you?

CHRIS
(thick and slurred, his eyes glazed)
Connie?

CONNIE
Yes, it's me, Chris, I'm here.

Chris sighs deeply. His head lolls to the side.

BRIAN
(panting from exertion)
Is there a phone, we've got to get a doctor.

Shelly, the pregnant girl, appears in the door, dripping rain.

SHELLY
Oh, no.

She hurries inside and stands stunned, clutching her throat.

Davies comes through the door without a shirt, followed by Heather. They are both drenched. Killer the Collie comes in after them, flapping herself dry.

Davies goes quickly to Chris.

DAVIES
(examining Chris)
What happened, Brian?

BRIAN
We were attacked at the dig site. You've got some kind of animals or something out there that I've never heard of.

DAVIES
Animals? What kind of animals?

BRIAN
They look like crabs, or insects or something. They're as big as dogs.

DAVIES
(turns and looks at Brian)
Insects as big as dogs?

BRIAN
(annoyed at the disbelief)
I didn't say they were insects, I said they looked like them. They came out of holes in the ground.

Killer GROWLS and runs out the door.

DAVIES
(standing)
We'll get the whole story later, we've got to get Chris to a hospital. Brian, can you drive?

BRIAN
Yes.

DAVIES
I'll call the hospital, so they'll be waiting for us. Gil, Harry, see if you can get him in the jeep.

Davies and Brian hurry out the door, as the others go to take care of Chris.

EXTERIOR - CAMP - NIGHT - RAIN

Davies starts for his quonset, while brian goes toward the jeep. Other students (CLARK, MARY, DONNA) are hurrying around in the rain, looking to see what the excitement is.

Brian climbs into the jeep and starts cranking the engine. Heather comes over and leans into the door.

HEATHER
What happened out there, Brian?

BRIAN
Do I have to tell it again?

HEATHER
Davies says...

BRIAN
Davies, Davies, Davies! I don't want to hear about that old man you're making it with!

Hurt, Heather steps back from the jeep.

Suddenly, Killer begins to BARK WILDLY.

LOUISE
What's wrong with Killer?

CLARK
I don't know.

LOUISE
Killer!

A wounded expression on her face, Heather turns and runs away from the jeep.

LOUISE (CONT'D)
Killer! Here, girl!

Killer's barks become insane.

ANGLE ON BRIAN. The engine catches. And then, dimly, we hear a DRONING through the rain.

Brian lifts his head up, listens. Understanding comes to his face.

BRIAN
(shouts)
Everybody get back in the quonsets! Get to the quonsets!

A couple of people stop and stare at Brian. Heather, who is still out in the open, turns back to look at him. He leans out of the jeep.

BRIAN (CONT'D)
Goddamit, get to shelter! It's the insects!

And there is no time for further warning, for they come darting in from outer darkness, CHITTERING, BUZZING THINGS ON SEGMENTED LEGS. People jump back in amazement. The camp is suddenly full of dog-sized insects.

BRIAN (CONT'D)
Christ!

One of them runs straight toward Heather. She stands transfixed, staring at it.

Brian guns the jeep, and runs the thing over, narrowly missing Heather. He stomps the brake and slides to a stop.

BRIAN (CONT'D)
Heather! Get in the jeep!

Somebody SCREAMS. It is Louise, kicking at an insect which is riveted to her leg. Hideous CRUNCHING and BUZZING sounds come from it, while the girl kicks and SCREAMS.

People start running. Heather comes out of her frozen astonishment and dashes for the jeep. An insect pursues her. She dives in, and Brian guns the engine, pulling away as the bug leaps. It clangs harmlessly against the metal side of the jeep and bounces off.

Brian twists the wheel, careening between the quonsets. He pulls to a halt directly in front of Davies' quonset, blocking the door.

BRIAN
Out! Out!

He shoves Heather out of the jeep and in through the open door of the quonset. He follows her, head over heels.

INTERIOR - DAVIES' QUONSET - NIGHT - RAIN

Davies is standing by his desk, phone in hand, staring at them. Outside, we hear rain, people SCREAMING, the BUZZING of the insects, and Killer barking.

The jeep partially blocks the front end of the quonset, but the back is completely unprotected, covered only by screen.

BRIAN
Quick! Get those boxes up!

He runs to the far end and begins stacking crates up to block the opening.

BRIAN (CONT'D)
Help me!

Heather and Davies hurry forward and begin to stack up the crates. While they are doing this, we hear an angry BUZZING from the front end of the quonset.

A COUPLE OF INSECTS have climbed over and through the jeep and are ripping their way through the screen.

Brian grabs a trench shovel and runs toward them. Just as one of the insects tears through the screen, Brian swings the shovel and deals it a terrific blow. CRACK! The bug is bowled over. It leaps back to its feet and closes again. Brian pounds it with the shovel. While he is doing this, the other one rips through the screen.

Davies grabs up a wooden chair and swings at the second insect. It scrabbles at the chair. He tries to hold it off like a lion tamer.

Brian finally deals a death blow to the first insect, and he crushes it. He whirls around just as Davies' bug grabs the chair and begins to crunch it up, making a ravenous sound. Davies is still holding the chair, thrusting at the thing, while the insect is quickly chewing it up.

BRIAN
Drop it!

He hits the bug with his shovel. It spins around, clutching the chair in its mandibles, devouring it. Brian smashes at it, but hits only the chair.

The crates are knocked asaide and yet a THIRD BUG comes in the rear way. Heather screams as it scrabbles over the wooden boxes. Brian abandons the second insect, which is consuming the chair, and he leaps for the new bug. He swings the shovel, and knocks it back outside.

Davies quickly shoves the crates back up to close the hole, as Brian whirls back to confront the second bug.

The bug is eating the chair, stuffing it in between its legs. As it eats, a rubbery pouch begins to swell on its back. This pouch is its stomach, which is an external sac. As the sac becomes filled, it balloons out and becomes transparent, covered with black veins. We can see crushed pieces of wood inside it.

DAVIES
It's eating, eating the chair!

Brian stands poised with his shovel. The thing stuffs the last morsel of food into the mouth between its legs, then spins, looking for more food. The transparent stomach on its back wobbles.

DAVIES (CONT'D)
The sac, the sac! Hit it!

Brian lunges forward and brings the shovel down edge-wise on the stomach sac, which bursts open, spilling slimy fragments of wood. The insect gives a horrible CHITTERING SHRIEK and LEAPS INTO THE AIR.

It goes into a death paroxysm, buzzing and thrashing in a completely berserk manner. It runs in a circle around the room, too fast to react to, then it runs into the wall of the quonset and scrambles against it, leaving deep shining gouges in the metal. Finally it turns and runs for the door. It tries to scrabble out, then suddenly it drops in its tracks and lies motionless, blocking the door.

The three humans stand in the wrecked quonset, gasping for breath. Outside, the sound of the attack continues. People are shouting. Somebody is crying. Behind all this, the horrible buzzing of the creatures can be heard.

Suddenly we hear the vicious SNARLING AND BARKING OF KILLER. She is nearby, and it sounds like a fight to the death.

HEATHER
That's Killer!

DAVIES
(groans broken-heartedly)
Oh, no.

Brian pushes up to the wire screen at the front, carefully skirting the dead bugs, and he peers out past the jeep. The others can't stop themselves from coming up behind him.

THEIR POINT-OF-VIEW - OUTSIDE THE QUONSET

Killer is circling and slashing with an insect, in a brutal death fight. So far they are just racing and snarling around each other, but clearly the bug is on the attack.

RETURN TO SCENE.

HEATHER
Killer! Killer! Run! Here girl!

Davies grips her shoulders tightly.

THEIR POINT-OF-VIEW - OUTSIDE THE QUONSET

Killer makes a lunge and the thing rises up on its rear legs like a spider. The dog pulls back before the claws snap shut, but while she is doing this a second bug runs up behind her and leaps on her hindquarters with a sickening CRUNCH.

Killer gives out a PATHETIC SHRIEK and dances away, snapping at the thing on her back. While she spins like this, the first one jumps on her head.

Killer goes down under a writhing mound of chitinous legs. She gives out one last, long MOAN, which is chopped off abruptly.

RETURN TO SCENE

Brian's face is lined and shaken. Heather puts her hands up over her eyes, screwing up her face as she steps weakly back.

HEATHER
Oh-- Oh--

Davies, who looks sick, takes her hands in his and leads her away from the screen.

Brian stands and continues to watch.

HIS POINT-OF-VIEW - THE CAMP

The bugs have Killer down and they are devouring her. They stuff her flesh up between their legs, making horrible CRUNCHING SOUNDS and satisfied CHIRPS. As they do so, their external stomachs begin to swell.

RETURN TO SCENE

BRIAN
Davies, I think you'd better come over and see this.

DAVIES
I don't want to see it.

Reluctantly, Davies separates himself from Heather and comes over behind Brian.

BRIAN
They're devouring the dog.

THEIR POINT-OF-VIEW - THE TWO BUGS

DAVIES
Yes...like the chair.

BRIAN
That's the stomach up on the back.

DAVIES
Yes. It must be a shrivelled-up little sac when it's empty. And the mouth is underneath.

BRIAN
Seems pretty vulnerable--the stomach exposed that way.

DAVIES
Maybe it doesn't matter. Maybe they can afford to be vulnerable.

The bugs' stomachs are now so full that they are top-heavy. They flip over onto their backs, resting on their bloated belly sacs and continue to stuff the flesh into their mouths.

DAVIES (CONT'D)
Look at that--they're eating so much they're immobilizing themselves.

Now they have finished. They are stuffed. They are now two curled-up insects resting on top of enormous swollen bags, semi-transparent and veined in black.

BRIAN
They've stopped moving.

Suddenly we realize that it is completely SILENT outside. The rain has stopped. There are no bugs running around, no buzzing. Complete quiet.

DAVIES
It's quiet. Has it stopped?

Brian calls loudly.

BRIAN
(shouts)
Hellooooo..!

DAVIES
(shouts)
Can anybody hear us?

A VOICE OUTSIDE
(calls)
Have they stopped?

DAVIES
(calls)
They're not attacking here anymore. Are they attacking out there?

VOICE
(calls)
Not here. They quit. Do you think it's safe to come out?

DAVIES
(calls)
I don't know. Not yet. Let me phone for help.

Davies goes and picks up the phone he dropped. He puts it to his ear.

DAVIES (CONT'D)
It's dead.

Suddenly, outside, a girl begins to SOB VIOLENTLY.

GIRL'S VOICE
(weeping)
Oh God no, oh God, they got Louise.

DAVIES
We'll have to go out.

He goes to the front door of the quonset. Brian shovels the dead bugs aside, and they scramble out through the jeep.

EXTERIOR - CAMP - NIGHT

The rain has stopped. The three climb hesitantly out of the jeep and stand looking around. There are puddles of water all over the ground. Brian carries his shovel.

DAVIES
(squares his shoulders)
Well.

He begins to walk resolutely toward the "Student Union" quonset. As they near it, James White Feather appears, in his stocking feet, carrying a machete.

JAMES WHITE FEATHER
Where are the God damned things?

DAVIES
(eyeing the machete)
I didn't know you had that.

JAMES WHITE FEATHER
For snakes.

They enter the "Student Union" quonset.

INTERIOR - "STUDENT UNION" QUONSET - NIGHT

Davies, Heather, Brian, and James White Feather step inside. The screen has been torn out of both ends. Connie crouches in the middle, sobbing hysterically. Everything is in turmoil. Chris is lying half off his cot, draped onto the floor.

Davies and Brian step to Chris and help him back up on the cot.

DAVIES
Chris? Are you all right?

CHRIS
(a feeble slur)
Yeah...they didn't get me...just knocked the cot out from under me...

DAVIES
(pats his arm)
We're going to get you to a doctor.

He turns to Connie, who is being comforted by Heather.

CONNIE
(sobbing, in tears)
They tore all the screen off the doors, and they grabbed Louise and dragged her away--

Davies takes her by the shoulders and shakes her.

DAVIES
Connie! Listen to me! I need your help. You're no good to me hysterical. Do you hear me?

Blubbering, she nods.

DAVIES (CONT'D)
Chris is hurt. I need you to help me take care of him. Can you do that?

She nods again, through her tears.

DAVIES (CONT'D)
Good.

He extends his hand and helps her up.

DAVIES (CONT'D)
You've got to be strong.

CONNIE
All right.

He ruffles her hair and goes out of the hut. She goes and begins to help the others with Chris.

EXTERIOR - "STUDENT UNION" QUONSET - NIGHT

Davies stands in front of the hut. He claps his hands loudly and speaks in a loud voice.

DAVIES
(calling to the whole camp)
Okay, everybody, we've got to have a head count! Everybody to the Student Union! On the double!

People begin to come out of quonsets, looking fearfully around. With mutters of "What in hell were those things?" they make their way to the "Student Union."

DAVIES (CONT'D)
Okay. There were fourteen of us here before this started.

He starts ticking off on his hands as the names are called.

DAVIES (CONT'D)
First, I'm here. That's one. And Brian. And Heather. Chris is in the Union with Connie...

JAMES WHITE FEATHER
I'm here.

DAVIES
Yes, that's six.

GIL
We're here--Gil and Shelly.

HARRY
Harry Emerson.

CLARK
Owen Clark.

MARY
Mary Isringhaus.

DAVIES
Mary? Is Kimby with you?

MARY
Yes, she's here. We weren't scared, were we.

KIMBY
(a tiny voice)
Mommy, what were they?

MARY
Sh, Kimby.

DONNA
Here. Donna Wadsworth.

DAVIES
That's thirteen.

SHELLY
Where's Louise?

A long pause.

DAVIES
(finally, heavily)
If she doesn't speak up, I guess she's not here.

A grim, despairing silence.

DAVIES (CONT'D)
All right! We know that! Who's hurt?
There's Chris in the hut...anybody else?

Everybody glances around.

DAVIES (CONT'D)
No? Okay. The phone is dead...

MARY
They ate the telephone pole.

HEATHER
They ate it?

BRIAN
They seem to eat about anything.

MARY
Oh, it was disgusting, they ate the bottom of it and it fell over and then they crunched it up...

DAVIES
We can't call for help. So what we're going to do is get in the cars and drive to town.

CLARK
What about Louise?

A long pause.

DAVIES
We'll try and find her, but we've got to get to the cars first. We'll walk to them together in a group. Everybody ready? Let's go.

They follow him BRISKLY around toward his quonset. CAMERA TRACKS RAPIDLY as they walk.

MARY
What about our stuff?

DAVIES
We'll get it another time. Brian, will you drive?

BRIAN
Of course.

DAVIES
We'll put four people in each jeep and the rest of us will ride in the truck. James, you drive the truck. I'll drive the red jeep.

JAMES WHITE FEATHER
Okay.

They get to the jeep by Davies' hut.

BRIAN
The tires.

They walk up to the jeep. The tires are gone. All that remain are the wheel rims.

BRIAN (CONT'D)
Did they eat the tires?

DAVIES
James, go check the truck and the other jeep.

James hesitates then trots off carrying his machete.

BRIAN
They eat wood, they eat flesh...

DAVIES
And now they eat whatever kind of synthetic plastic those tires were made out of.

CLARK
...Anything organic...

KIMBY
Mommy, where's Killer?

MARY
She'll be back, baby, she's just gone for a while.

James White Feather comes trotting back.

JAMES WHITE FEATHER
Yeah, they ate the tires. They ate the canvas off the truck and the seats out of the jeep, too.

DAVIES
All right--we can't go anywhere. So let's barricade ourselves in and prepare to spend the night. We'll get help tomorrow.

CLARK
How?

DAVIES
That's what we'll figure out after we have safe shelter. Uh, let's see...

BRIAN
The quonsets are no good. They eat right through the screen.

SHELLY
Harris Hall has cyclone fencing on the ends.

BRIAN
Harris Hall?

DAVIES
Utility shed. Yes, that's a good idea, Shelly. We'll all go to Harris Hall. Everybody keep together now. Let's go.

They all follow him to the utility quonset. Instead of thin wire screen on the ends, it has HEAVY-DUTY CHAIN LINK FENCING.

Davies fishes a ring of keys out of his pocket and opens a padlock on the door.

BRIAN
Hold it.

He puts a hand on Davies' arm and shines a flashlight into the DARK INTERIOR.

BRIAN (CONT'D)
Are there lights?

DAVIES
Yes, the switch is inside.

BRIAN
Maybe somebody should check it out and make sure there aren't any insects inside.

There is an uneasy rustle in the group at this thought.

DAVIES
I'll do it. James, you come with me.

The Indian steps forward, hefting his machete.

JAMES WHITE FEATHER
Sure. Open the door.

Davies swings the door open. Warily, James steps inside. Davies follows him.

INTERIOR - "HARRIS HALL" UTILITY QUONSET - NIGHT

James White Feather and Davies cautiously enter the DARKENED HUT. James has his machete ready; Davies clutches his flashlight. TENSION grips the two men; anything could be hiding in the darkness.

DAVIES
The lights--

JAMES WHITE FEATHER
I'll get it.

A packing crate TILTS, and falls next to Davies with a resounding CRASH. Davies jumps back.

DAVIES
(a gasp)
Hell!

He shines his light on the crate.

JAMES WHITE FEATHER
Sorry, I knocked it over.

James turns on the light.

The hut contains crates, machinery, unwanted refuse from the other quonsets.

James and Davies slowly make their way the length of the hut, looking behind things to make sure there are no insects.

In addition to the quonset proper, they inspect a small, windowless bathroom annexed to one wall. It is full of rubbish. There is a toilet and a sink, both covered with dust.

The only place anything could be hiding in this bathroom is behind a large sheet of cardboard which leans against one wall, a dismantled container from some large piece of machinery. Davies pulls the cardboard away from the wall, but there is nothing behind it. He returns it to its position. Then he turns the tap handle on the sink. Water splashes into the dust-coated basin.

They leave the windowless room and finish their inspection of the quonset.

JAMES WHITE FEATHER
It's clear.

DAVIES
Okay, everybody in. Double time.

The rest of them file in.

JAMES WHITE FEATHER
The bathroom works.

HEATHER
Good.

HARRY
I have the feeling that's going to be a pretty popular room tonight.

Davies snaps the padlock on the door. At the other end, Brian runs his hand dubiously along the chain linking.

DAVIES
(his face falls)
My God I forgot about Chris.

Everybody stops.

DAVIES (CONT'D)
He's still in the Student Union.

SHELLY
Where's Connie?

DAVIES
She must have stayed with him. Al right, we'll have to go get them.

BRIAN
I'll go. You stay here, Davies.

DAVIES
(hesitates)
Well...

BRIAN
No, you stay here. I'll be right back. James? Will you come with me?

JAMES WHITE FEATHER
Yeah, sure.

They make their way to the front of the hut. Davies unlocks the door.

DAVIES
Hurry back now, Brian.

BRIAN
Don't worry about that.

Brian and James slip out.

EXTERIOR - CAMP - NIGHT

As Brian and James start quickly for the "Student Union," we hear Davies organizing the others.

DAVIES
(off screen)
All right, let's start looking for some weapons... shovels or crowbars...

The two men walk quickly across the camp, as fast as they can walk without running.

JAMES WHITE FEATHER
What the hell are those things? I was in the mess taking a nap, and all of a sudden everybody's yelling and screaming and there's this buzzing so I got my machete and ran out. They were all over the place.

BRIAN
I don't know what they are. They look like insects.

They reach the "Student Union" and enter.

INTERIOR - "STUDENT UNION" QUONSET - NIGHT

Chris is still lying on the cot. Connie sits next to him, head down, holding his hand.

BRIAN
We're all over in the utility quonset, Connie. We're going to move Chris over there.

CONNIE
It doesn't matter now.

He catches her meaning, and goes quickly to Chris. He puts his ear to Chris' chest. After a moment, Brian slowly straightens back up.

BRIAN
We'd better get back, Connie.

CONNIE
What about Chris?

A long pause.

BRIAN
(finally)
We'd better leave him here. It would have a bad effect to keep him around the others.

CONNIE
(raising her head to look at Brian)
Leave him here?

Brian stares back at her guiltily.

CONNIE (CONT'D)
Don't you have any feelings?

JAMES WHITE FEATHER
Hey, lady, he's right.

Connie begins to cry brokenly.

BRIAN
Connie, we'll move him in the morning. Come on, let's get back.

He holds out his hand. She stiffens with resistance. Then her shoulders slump in defeat and she rises. Brian puts a hand around her waist.

BRIAN (CONT'D)
Come on, Connie.

They leave the hut.

EXTERIOR - CAMP - NIGHT

The three are walking back to the utility hut. Brian sweeps his flashlight out toward the desert.

Out about a hundred yards, the beam picks up the dim shapes of the insects.

CONNIE
(shrinking back in horror)
Ugh!

BRIAN
Why aren't they moving?

JAMES WHITE FEATHER
Take the light off them. Don't attract them.

Brian moves the light.

They arrive back at the utility quonset, and Davies unlocks the door for them.

INTERIOR - UTILITY QUONSET - NIGHT

Brian, Connie and James file in. Davies looks from face to face.

DAVIES
Where's Chris?

BRIAN
He's dead.

Davies sighs deeply. He takes off his glasses and rubs his eyes. Heather puts her arm around him. When he puts his glasses back on, his eyes are red, and we can see that he is controlling himself from crying.

Fumbling with the keys, he re-locks the door. Then he turns back to the others.

DAVIES
(choked)
Well...well...what's the story on the weapons?

CLARK
Six shovels, a crowbar, two tire irons, and an axe.

DAVIES
That's not enough to go around...some of us will have to double up.

BRIAN
I'll take the axe.

He starts for it.

CLARK
(indignantly)
Wait a minute, why should he have the axe?

DAVIES
(restraining himself from snapping at Clark)
He's saved a couple of lives tonight. He should have the best weapon.

Brian takes the axe from Clark.

DAVIES (CONT'D)
Clark, pick the weapon you want and everybody else take one. Gil and Shelly, you double up. And, uh...Connie, you stick by Clark.

Brian, carrying the axe, walks over to the rear of the quonset and stands looking out through the wire mesh.

HIS POINT-OF-VIEW - THE DESERT OUTSIDE

We can see the bloated mounds of the two insects that ate the dog. They sit side by side on the ground, motionless.

RETURN TO SCENE

The shovels, tire irons and crowbar are being passed around. Brian remains by the wire mesh, ignoring the others.

Heather comes up and stands next to him.

HEATHER
He's not that old.

BRIAN
What?

HEATHER
Davies--he's not so old.

BRIAN
Oh...Look, forget I said it. I was upset.

HEATHER
I just wanted you to understand about Davies.

BRIAN
Hey, I'm sorry I opened my big mouth.

ANGLE INCLUDING DAVIES

DAVIES
All right, listen up everybody. We haven't had time to figure out what's happened. Let's see if we can piece it together. Brian, were you and Chris the first to see these creatures?

BRIAN
(without turning)
Yeah, we were out at the dig site, and we saw them come up out of the ground.

DAVIES
Out of the ground?

Now Brian has everyone's attention.

BRIAN
Yes, they were very soft when they first came up, transparent and helpless. Then they hardened, their shells got hard very quickly. Like that.

DAVIES
Like what?

BRIAN
(points out through the mesh)
Like that.

Startled, Davies pushes his way from the front of the hut to join Brian. He looks where Brian is pointing.

BRIAN (CONT'D)
Those are the ones that ate the dog. You see what I mean?

DAVIES
I...oh, yes. The stomach sacs aren't transparent any more.

THEIR POINT-OF-VIEW - THE BUGS THAT ATE THE DOG

OMINOUS ELECTRONIC MUSIC HERE. Davies and Brian are right; the stomach sacs have become brown and shiny.

BRIAN
That's what it was like. They started out feeble and transparent, and they got hard. Then they attacked.

SHELLY
Why aren't they moving? Why don't they attack us?

DAVIES
Well, I presume they're digesting.

BRIAN
And their stomach develops a hard shell while they're digesting?

CLARK
Couldn't we kill them while they're like that?

Suddenly, with a loud POP, a crack appears down the side of the stomach casing.

BRIAN
Look out!

More cracks appear in the now-hard casing that was once the soft and bloated stomach sac. Something inside begins to push it open, and the many-legged creature on top splits open like a dry, empty pod.

Something green and slimy begins to crawl out, with much struggling.

BRIAN (CONT'D)
Just like when they came out of the ground.

The other bug begins to crack open.

DAVIES
They're shedding their old skins. There's no doubt they are some kind of insect.

BRIAN
Eat, then shed their skins?

The slimy, pale, transparent thing finally pulls itself out of its now-empty shell and drops to the ground. Weakly, it drags itself around. Meanwhile, the other one is still struggling to get out.

DAVIES
Doesn't it look a little different?

BRIAN
No, that's exactly the way they were. Green and transparent and weak.

DAVIES
I mean...count the legs.

CLARK
It has four legs. The others had only three.

BRIAN
And...look, you're right, there's some kind of a head, on the end.

DAVIES
It's a metamorphosis. Like a caterpillar coming out of its cocoon as a butterfly.

HARRY
That's no butterfly.

The second four-legged bug crawls out of its shell. The first one is now stronger and turning yellow.

BRIAN
The other one has four legs, too.

CONNIE
(shrilly)
What's wrong with you? You're analyzing it like a bunch of goddamned professors. You're enjoying it.

DAVIES
We're not enjoying it, Connie. It's important that we study them. For our own protection.

Heather moves to calm her.

DAVIES (CONT'D)
(under his voice, to Brian)
However, they are extremely interesting.

In the meantime, the first insect has turned a glossy yellow and is running back and forth, drumming its feet. The second-born still totters weakly.

DAVIES (CONT'D)
(frowning with concentration)
What does that look like?

BRIAN
It's not turning black. The others turned black when they dried out. This one is yellow.

DAVIES
(a sudden intake of breath)
I think I know what it is.

BRIAN
(alarmed)
What?

DAVIES
It's mimicking the dog.

He is right. The thing looks like a collie--but not really. It looks like a collie with a segmented exoskeleton. Crude patterns of color on the shell try to mimic the fur. It is hideous, an abomination.

DONNA
I think I'm going to be sick.

Harry goes to Donna and puts his arm around her. She shakes her head and goes into the bathroom, closing the door.

BRIAN
Yes, of course. Like those moths that look like owl heads.

DAVIES
Or tree-hoppers that look like thorns. Or katydids that look like leaves. Or walking sticks.

BRIAN
Only that takes generations of evolution. These things mimic what they eat.

GIL
Why? What for?

CLARK
Camouflage.

BRIAN
To help them capture food. Only their mimicry is crude.

HARRY
Thank God for that.

The bathroom door opens. Donna comes out, looking pale.

DAVIES
Are you all right, Donna?

She nods her head.

BRIAN
Davies.

DAVIES
(turns quickly)
What?

BRIAN
They're looking at us.

Davies stares out through the heavy screen. The two collie-bugs are poised attentively, evidently looking back at the people in the hut.

Simultaneously, they begin to DRONE.

At this, Kimby SCREAMS IN TERROR and begins to cry. Mary quickly drops down and crushes her to her breast.

MARY
(scared green)
Don't look, baby.

KIMBY
(crying)
What are they going to do to us, Mommy?

MARY
They can't do anything, baby, we're in here and they're out there and they can't get to us.

Brian plucks at the wire mesh with his finger. His thought is obvious. Davies turns to the others and speaks in a loud voice.

DAVIES
Don't forget, people, they can be killed! Brian killed two of them with his shovel.

Everyone who has a weapon grips it tightly. Fear glistens in every eye. Gil puts his arms protectively around his pregnant wife.

CLARK
God, what's that?

A large tubular thing has scurried up next to the collie-bugs. The DRONING IS GETTING LOUDER.

BRIAN
A cactus?

HARRY
(revulsion)
Ugh!

The cactus-bug hops around, droning and snapping. The DRONING IS NOW COMING FROM ALL SIDES.

BRIAN
(softly, to himself)
Hang on tight, here we go again.

CLANG! Something small hits the screen by Davies' face and sticks.

DAVIES
(leaps back)
Oh!

The thing begins to scramble at the wire. Clark moves close enough to see it.

CLARK
And this one's a stick.

Clark steps back and swings his shovel at it with all his strength. The shovel bounces off the screen, knocking the stick-thing loose.

DONNA
(a bright glint of hysteria)
And what else have we got to look forward to? Coyote-bugs and snake-bugs and sagebrush-bugs--

DAVIES
(sharply)
Donna!

She stops, blinks.

One of the collie-bugs comes to life, runs at them, and leaps against the wire. It bounces off with a crash.

The attack is on.

Suddenly the ground outside the hut is alive with grotesque, distorted shapes, buzzing, hopping, and clashing their mandibles. They begin to run at the wire mesh, hopping and bouncing off.

Some of them cling to the chain-link. They hang there, thrashing, trying to claw their way in.

The DRONING AND BUZZING is intolerably loud. It reverberates inside the metal hut. The noise is punctuated by the metallic CLANGS of bugs bouncing off the chain link.

Everyone retreats to the center of the hut. Mary crushes Kimby to her breast, hiding the baby's face. Some people press their hands to their ears; some crouch.

More and more insects are clinging to the chain link on both ends of the quonset. They crawl around on it. Their claws and legs stick through the gaps in the links. The two chain-link walls are beginning to vibrate.

Davies raises his arms in the air and speaks over the din.

DAVIES
They can't get in, we're protected, everybody just hang on!

Now both ends of the quonset are solid with a seething mass of insects. Legs and stalk-like appendages dart in through the holes in the mesh, vibrate, grapple, and withdraw. A whole range of camouflage colors glitters.

The insects rattle the chain link insanely. Their SHRILLING is unbearably loud.

There is a sudden METALLIC CRASH against the corrugated metal wall where Gil and Shelly are standing clutching each other. Shelly shrieks and they leap away.

Now there are HOLLOW METALLIC SCRAMBLING NOISES from the walls and roof.

DONNA
They're running over the roof!

Everybody draws away from the walls, huddling together in the center of the room. A couple of girls are sobbing insanely. Kimby, her face smothered in her mother's breast, is crying.

HARRY
Shit, shit, shit, shit, shit!

A MOUND OF DIRT rises up in the CENTER OF THE FLOOR, and vibrating legs claw through. Shelly SCREAMS. Everybody jumps back.

James White Feather steps forward with his machete and hacks viciously at the thing while it is still stuck halfway into the ground. It shrills and kicks as he chops it up, and finally expires.

SPONG! One of the insects bites through a link of the wire mesh. It shoves a couple of legs through. Brian leaps forward and chops at it with his axe.

Now insects start to BREAK THROUGH THE CHAIN LINK at the other end. Those closest to it are immobilized; they don't attack the insect that is coming through. It snaps a couple more links and shoves itself halfway in.

Davies leaps forward with a tire iron and hits at it. Not good enough; the insect pulls itself through and hops onto the floor.

It has mimicked an automobile tire; a black shiny doughnut with markings simulating tread, and lots of legs. It dances and buzzes, looking for a good victim.

Gil steps forward with a shovel and swings it. It clangs against the tire-bug, knocking it back. The tire-bug regains its feet and rears up on its hind legs like a spider.

At the other end, Brian and Clark are beating at the insects which are trying to come in the hole they've made.

Meanwhile, the tire-bug runs at Gil. He jabs at it with the shovel, knocking it back. Then he draws the shovel back and swings it in a roundhouse arc.

The bug leaps out of the way. The shovel whizzes past it and hits Mary in the back with a dull THUD. She sprawls on her face; Kimby is knocked from her arms.

KIMBY
(screaming)
Mommy! Mommy!

THE LIGHTS GO OUT.

CLARK'S VOICE
The lights!

Somebody begins SCREAMING HORRIBLY. We hear a CRUNCHING SOUND.

Chaos in darkness. There is just enough MOONLIGHT coming in to see the insects swarming on the screen at either end. People scream and shout. Insects buzz and drone. There are wild crashing sounds.

DAVIES' VOICE
Heather!

Brian switches on a FLASHLIGHT. He is crouching with his back to a wall. His teeth are drawn back in a grimace, sweat courses down his face. In one hand he clutches the axe. He looks around wildly.

He sees Kimby. She is against the opposite wall, near the screen mesh. A bug, inside, dances toward her. She is screaming.

Brian drops the flashlight and lunges forward. He chops down on the bug that is threatening the baby. It BUZZES ANGRILY, spins. He continues to chop at it.

ANGLE ON KIMBY. She is holding her hands to her mouth, screaming. There is a big hole in the chain link, right next to her. For the moment, there are no insects right outside the hole. She turns and RUNS OUT OF THE QUONSET.

Brian finally chops the bug into the ground. He grabs his flashlight.

BRIAN
Kimby! Kimby!

Donna stumbles into his light, wordlessly, her face a mask of terror. A misshapen insect is devouring her legs with sickening crunches.

Brian tries to attack it, but he's got the flashlight in one hand, and he's afraid of hitting Donna. She goes down. He drops the flashlight, draws back quickly a couple of times, still afraid of hitting her, then chops.

Again, and again, and again, he hacks at the struggling thing. Finally, he stops.

There are no more insect noises. People are sobbing and moaning.

HARRY'S VOICE
(hysterical rage)
Kill it! Kill it! Kill it! Kill it!

Sobbing for breath, Brian shines his light toward Harry's voice. Harry is pounding at a crushed insect.

DAVIES' VOICE
Shut up, Harry!

There is a silence, with only the sound of people gasping for breath, and exhausted sobbing.

A MATCH FLARES. Davies is lighting a Coleman lantern. The wick catches. The lantern begins to hiss, and he turns it up bright.

There is light again in the quonset, glaring and throwing harsh shadows. Everything is wrecked. There are holes in the chain link on both ends. Three or four bugs lie dead on the floor. People crouch and stand in twisted positions.

Brian's hands and chest are covered with human blood. He looks down at his hands and drops the axe.

DAVIES
(gasping for breath)
Roll call.

CLARK
Owen Clark.

Brian walks across the room, picks up a rag, and begins to wipe off his hands and chest.

GIL
Gil and Shelly.

HEATHER
Me. Heather.

HARRY
Harry Emerson.

DAVIES
Brian?

BRIAN
Yeah. Me.

Brian crosses back to the axe. He picks it up and begins to wipe it off. Davies looks around.

DAVIES
Nobody else?

A silence.

DAVIES (CONT'D)
And me makes seven.

HARRY
Donna?

SHELLY
Here's Mary.

Mary is lying against the wall, stunned. Shelly kneels by her.

SHELLY (CONT'D)
Mary? Are you all right?

MARY
Kimby? Where's Kimby?

Everybody looks around.

MARY (CONT'D)
(struggling to her feet)
Kimby! OH MY GOD KIMBY!

She begins to tear through the rubble, looking for her baby. Davies and Heather grab her. She struggles.

MARY (CONT'D)
NO, NOT MY BABY, MY BABY!

She turns and claws at Davies. She rakes her fingers down his face, leaving deep scratches.

MARY (CONT'D)
WHAT HAVE YOU DONE WITH MY BABY?

Davies steps back, puts a hand to his cheek. Heather SLAPS Mary, who collapses into a hysterically sobbing heap. Heather and Shelly crouch by her, embracing her.

BRIAN
But I saw Kimby. A bug was going for her, and I killed it.

DAVIES
Where was she?

BRIAN
(pointing)
Over there...by that hole in the screen.

They all look. There is a heavy silence.

DAVIES
(sighs)
Is Connie here?

They look around.

DAVIES (CONT'D)
And James?

Gil picks up the Indian's machete from the floor. The blade is bent and the handle has been gnawed off.

HARRY
(a small voice)
Donna?

BRIAN
They got her. I tried to stop it, but...

Harry breaks down and cries.

HARRY
Oh, Christ, no. Oh, Christ.

CLARK
Eight of us left.

Davies sits down heavily on a crate.

BRIAN
What time is it?

CLARK
What difference does it make?

BRIAN
I want to find out how long it was between attacks.

GIL
(looks at his wristwatch)
It's about eleven-fifteen.

BRIAN
Which means they started attacking about eleven. Does anybody know what time it was when they made the first attack?

Everybody thinks.

DAVIES
Yes, I think...let me see, I was phoning the hospital when the first attack came, and I remember glancing at the clock on my desk. And it was...it was...around nine o'clock.

BRIAN
Two hours.

Mary pulls free of Heather and Shelly and falls to her knees before Davies.

MARY
(begging desperately)
Davies, listen, we've got to look for Kimby, we've got to find her--

Davies takes her hands in his.

DAVIES
(in agony)
Mary...

MARY
No, no, she's alive, she just ran out because she was afraid, did anybody see her get killed? Did you? Did anybody?

They shake their heads.

MARY (CONT'D)
You see, she's still alive. We've got to go looking for her, we've got to go now. Oh, please, please, please.

CLARK
(heavily)
Mary. Nothing that went outside is still alive.

Mary collapses again, sobbing. The girls go to her. Davies kneels by her, taking her hands.

DAVIES
Mary, if she's alive, we'll find her. I promise.

In tears, Mary presses Davies' hand to her cheek. Embarrassed, he rises.

DAVIES (CONT'D)
Let's get this place straightened up and get another barricade up.

HARRY
(tears in his eyes)
And get these bugs out of here.

Harry picks up a crushed bug on his shovel and tosses it out through a hole in the screen. Everybody shuffles into action.

BRIAN
Davies.

DAVIES
Yes, Brian.

BRIAN
Can I talk to you for a minute?

They go out of earshot of the others.

BRIAN (CONT'D)
I think they attack in two-hour waves.

DAVIES
So?

BRIAN
So let's make use of the time.

DAVIES
How?

BRIAN
I don't know. But I know this: unless we do something, we're all going to be dead before the night's out.

Davies takes off his glasses and begins to polish them. He does not answer Brian.

BRIAN (CONT'D)
They keep changing, developing. We may not be able to deal with them next time.

Davies finishes polishing his glasses and walks to the center of the room.

DAVIES
People, Brian believes that we've got two hours before there is another attack.

CLARK
Yes? So?

BRIAN
So let's make the most of it.

HARRY
(through angry tears)
As far as I'm concerned, the only way to make the most of it is to get the hell out of here.

BRIAN
How? On foot?

CLARK
You're the one with the bright ideas, what did you have in mind?

HEATHER
(thoughtfully)
You know, there is a private airfield about twenty miles from here...

BRIAN
(eagerly)
An airfield?

HEATHER
If someone can get to it.

BRIAN
The cars are no good...the phone is down...

SHELLY
(hesitantly)
This may sound silly...

BRIAN
What?

SHELLY
Forget it.

DAVIES
Spit it out, Shelly.

SHELLY
Well, we do have two bicycles.

CLARK
(snorts)
Bicycles! You can't go twenty miles on a bicycle in two hours!

SHELLY
Just forget it--

BRIAN
(excited)
Of course you can! If you're in shape, you can do 15 miles an hour on a bike!

DAVIES
Now wait a minute, hold it. Are we talking about going out there on a <u>bicycle</u>?

BRIAN
Davies, I can't really say it's any safer in <u>here</u>.

There is a chilly silence.

BRIAN (CONT'D)
Now we're wasting time! Where are the bikes and who'll go with me?

DAVIES
As long as you understand the risks, Brian...

BRIAN
Oh, yes.

DAVIES
All right. But you can't force anyone to go with you.

BRIAN
Then I'll go alone. Where are the bikes?

HEATHER
I'll go.

DAVIES
(shocked)
You, Heather?

HEATHER
Brian's right. It's as safe out there as it is in here. And somebody should go with him.

DAVIES
But you?

HEATHER
I know a little about planes, and it'd drive me crazy to sit around here.

DAVIES
I'm...opposed to the idea.

HEATHER
It's my decision.

BRIAN
Are you in shape? Can you keep up the pace?

HEATHER
Don't worry about me.

BRIAN
Then let's go. Show me the bikes.

Everybody hesitates, glancing outside.

BRIAN (CONT'D)
Oh, come on! You're going to have to go outside anyway if you're going to fix the barricades.

DAVIES
I'll show you the bikes.
(to the others)
All right, let's get working on those barricades.

The others shuffle into action.

DAVIES (CONT'D)
They're over in my office. Come on, I'll show you.

Davies, Brian, and Heather leave the hut.

EXTERIOR - CAMP - NIGHT

Davies, Brian and Heather step out into the night, looking around nervously. They all carry flashlights and weapons.

They walk to Davies' quonset, looking carefully around. As they approach the hut, Brian's light falls on a grotesque shape.

It is one of the insects which has mimicked a cactus. It is resting motionless on its huge, bloated belly sac. Fluids move and bubble inside the transparent membrane.

BRIAN
We should kill it.

DAVIES
You haven't got time. I'll take care of it.

They skirt the horrible thing and stop in front of Davies' quonset.

DAVIES (CONT'D)
Now carefully.

He shines his light inside. The others do the same. They all peer into the gloom of the quonset.

DAVIES (CONT'D)
Okay.

Carefully, they enter.

INTERIOR - DAVIES' QUONSET - NIGHT

They step cautiously inside, shining their lights around.

DAVIES
There's a Coleman lantern around here somewhere.

He shines the flashlight behind his desk.

DAVIES (CONT'D)
Yes, here it is.

He prods behind the desk with his tire iron. We hear a CLINKING sound.

He reaches back and picks up the lantern; then he puts it on his desk and lights the wick.

As the lights come up, we can see how smashed-up the place is. We also see that Heather is standing right next to one of the insects Brian killed in the first attack.

She GASPS and jerks away from it.

BRIAN
It's all right, it's dead.

Davies picks up the lantern in his hand.

DAVIES
The bikes should be back in the corner, behind this wreckage.

They move the debris aside with their weapons. Two bikes lean against the wall.

Brian prods the bikes with his axe. Satisfied, he picks one up and carries it to the center of the room, while Heather gets the other one. Brian begins to strap his flashlight to the bike.

BRIAN
Fix your flashlight and crowbar to the bike. We'll need both hands for riding.

Heather begins to do as he directs.

BRIAN (CONT'D)
How do we get to this airport?

HEATHER
There's no road. We'll have to do it by compass points.

DAVIES
I've got a map and compass in here somewhere.

Davies rummages in a desk drawer. He gives Heather the compass, and she tapes it to the handlebars of her bike.

BRIAN
If we're a few degrees off, won't we miss it?

HEATHER
We won't be off. I can correct by landmarks.

BRIAN
Then let's go. We've lost twenty minutes.

DAVIES
Here, take the map.

Brian folds it and puts it in his pocket. They walk the bikes outside.

EXTERIOR - CAMP - NIGHT

They all walk to the perimeter of the camp and stop.

DAVIES
What are you going to do if...when you get there?

BRIAN
Bring a rescue plane. Can they land a plane here?

HEATHER
Shouldn't be any problem. It's pretty flat. If you keep a couple of those Colemans going, we'll be able to spot you from the air.

Davies extends his hand.

DAVIES
Good luck, Brian.

BRIAN
(shaking his hand brusquely)
Thanks.

Davies lets go of Brian's hand and embraces Heather.

DAVIES
Heather...

She releases him and squeezes his hand.

HEATHER
I'll be back.

From Davies' expression, we can see that he thinks this may be the last time he sees her.

BRIAN
Let's go. We're losing time.

Brian and Heather mount their bikes and pedal off into darkness.

ON DAVIES. He stands for a long moment, watching them pedal away.

EXTERIOR - DESERT BEYOND CAMP - NIGHT

They are pedalling without lights, seeing their way by the light of the FULL MOON.

HEATHER
I'll lead. I can read the compass.

He falls behind her as they get up to speed.

HEATHER (CONT'D)
Look.

They are riding through clusters of motionless insects.

BRIAN
Just don't get too close to them.

Brian looks back over his shoulder. The lights of the camp are receding behind them.

EXTERIOR - CAMP - NIGHT

Davies brushes at his eye as though wiping away a tear. Then he turns and walks quickly back into camp.

He enters one of the quonsets, digs around, and emerges with a 5-gallon can of gasoline. He carries it to the immobilized cactus-mimicry--the one they passed by--which rests on its bloated belly sac, digesting.

Unscrewing the cap, he pours gasoline all over the nauseating creature. Then he strikes a match and tosses it.

He steps back as the thing explodes with a dull THUD. Black, oily smoke rolls off it. It struggles slightly as its tissues blacken and crisp. Hellish orange light flickers across Davies' grim face.

Then he turns and walks quickly back to the utility hut, the thing crackling and popping behind him.

INTERIOR - UTILITY HUT - NIGHT

As Davies enters, he immediately sees that only the girls, Mary and Shelly, are there. Mary sits hunched over, forlornly staring into space.

DAVIES
(alarmed)
Where are the boys?

SHELLY
They went to get something to barricade the ends.

DAVIES
Well, they shouldn't have left you alone in here.

At that moment Gil and Harry stagger in with large wooden crates in their arms, which they deposit heavily on the ground.

DAVIES (CONT'D)
What have you got?

HARRY
Lanterns. Let's light this place up like a Christmas tree, so they can see us when they get back with the plane.

GIL
Maybe we could even set up a landing strip. you know, two rows of lights.

DAVIES
Good thinking. Where's Clark?

GIL
(turning)
Where is Clark?

Everyone stiffens. Davies goes to the entrance and calls out.

DAVIES
(shouts)
Clark! Clark! Oh...

Clark walks in, carrying a shovel. On the blade of the shovel is an insect, a dead one.

CLARK
I was looking for a dead one. I want to take

a look at them, see if I can figure out exactly what they are.

DAVIES
You didn't have to disappear like that, Clark; there are dead ones right outside the door.

CLARK
I was looking for an early one, before they metamorphosed.

Clark deposits the insect on the ground and crouches next to it.

HARRY
(angered)
Hey, why don't you help us look for lanterns?

DAVIES
I'll help you. Clark may discover something valuable.

Davies and the boys exit, leaving Clark examining the insect.

EXTERIOR - DESERT - NIGHT

Brian and Heather are pedalling at top speed, sweating. They are working too hard to talk, and anyway, to break the silence would be too eerie.

Above them, the gauzy veil of the Milky Way curves across the dome of the heavens, speckled with an uncountable array of luminous points--stars--brilliant against the depths of space. There is a spectral ring around the moon.

VISUAL SEQUENCE as they bike in silence across the moonlit desert.

INTERIOR - UTILITY HUT - NIGHT

A number of Coleman lanterns occupy the center of the floor. Harry and Gil are filling them from a large can of kerosene. Calrk and Davies crouch by the insect carcass.

CLARK
Notice: head and thorax fuse together.

DAVIES
It certainly looks like an arthropod. I know of no other class with a segmented exoskeleton.

CLARK
But it's radially symmetrical.

DAVIES
So it can't be an arthropod.

CLARK
Then it's a new class.

HARRY
Let me get this straight. It has an exoskeleton like an insect, and it metamorphoses like an insect, and it looks like an insect...

CLARK
...But it belongs to no known class of animal.

DAVIES
Technically, it's not an insect.

HARRY
But it's a damn bug all right.

GIL
Where in hell did they come from?

CLARK
(standing up)
I want to dissect it and look at its internal structure. And I want to find a second-generation one, a mimicry.

DAVIES
Harry, what time is it?

HARRY
(looking at his watch)
Midnight, a quarter past.

DAVIES
(making a decision)
We've got 45 minutes. Clark, there's dissecting equipment and formaldehyde in my office. Please be very careful and be back in half an hour.

CLARK
All right.

Clark picks the bug up on his shovel.

DAVIES
Are those lanterns ready yet?

GIL
Yeah.

As the others go for the crates, Clark starts toward Davies' quonset.

EXTERIOR - CAMP - NIGHT

Clark walks briskly across the camp, carrying the dead insect. He reaches Davies' quonset and steps inside.

INTERIOR - DAVIES' QUONSET - NIGHT

Clark walks to Davies' desk and sweeps the papers and rubble off. Then he deposits the insect on the middle of the desk top.

He goes to some cabinets and gets some cutting instruments and bottles. He returns and sits in an office-type swivel chair, which he pulls up to the desk.

He places the bottles and tools on the desk. His back is to us. He moves the Coleman lantern, which throws his head and shoulders into silhouette.

EXTERIOR - DESERT - NIGHT

Brian and Heather are exhausted from pedalling. Their breath rasps out in raw croaks. Sweat courses down their faces, plastering their hair down flat.

HEATHER
(hoarsely)
Look.

Dark buildings loom up ahead. There are NO LIGHTS.

BRIAN
(also gasping for breath)
Is that it?

HEATHER
We're here. Oh thank God.

EXTERIOR - AIRPORT - NIGHT

Brian and Heather pedal into the darkened compound. The only illumination is from the FULL MOON.

It is a small, private airport: a couple of buildings, a couple of hangars, a couple of small planes silhouetted against the sky. But completely dark. Not a glimmer of light anywhere.

They stop their bikes and collapse to the ground, where they lie gasping, catching their breath.

BRIAN
Why no lights?

Heather does not answer, just gasps for breath.

BRIAN (CONT'D)
Aren't there supposed to be lights? They don't close an airport at night, do they?

HEATHER
I can only think of one thing.

BRIAN
Yeah...we gotta get moving. Come on, Heather.

Exhausted, they pick themselves up and look around. Brian unstraps his axe from the bicycle.

BRIAN (CONT'D)
I want you to carry the flashlight. Don't turn it on yet. You said you knew planes; which one of these buildings looks like headquarters?

HEATHER
That one, I guess.

They proceed toward a low, boxy building. Stopping by the door, they lean their bikes against the wall.

Brian hefts his axe.

BRIAN
Turn your flashlight on.

She does so. Brian knocks at the door. No response. He knocks louder.

Still no response. He tries the door, and finds it unlocked. He pushes it open.

Heather shines her light into the darkness inside the doorway.

BRIAN (CONT'D)
Hello in there!

No answer. Brian looks at Heather. She shrugs.

They enter.

INTERIOR - AIRPORT BUILDING - NIGHT

Immediately, Brian fumbles for the light switch and tries it,

to no avail. It remains dark in the room.

Heather flashes her light around. They are in some kind of office. Brian spies a phone on a desk, goes and picks it up, puts it to his ear.

He shakes his head and puts the phone back down. They advance deeper into the office. No sign of anyone.

The light falls on a door. They approach the door. Brian puts his hand on the knob, then opens it. Heather shines her light inside.

The room behind the door is a shambles. Everything is smashed up.

Brian jerks his head toward the outside, and they begin to retreat backwards out of the building. As he moves his light, it falls on a cabinet with glass doors. Inside are racks of PISTOLS.

BRIAN
Guns!

He goes to the cabinet and tries to open it. It is locked.

BRIAN (CONT'D)
(putting down his flashlight)
Hold your light on that case.

Swinging his axe, he smashes the case open. Then he drops the axe, picks up his light, and steps to the case.

He lifts a pistol out, glances around the office, and his light falls on an orange nylon knapsack hanging from the wall. Grabbing the knapsack, he begins to stuff the pistols into it. He follows this with several boxes of ammunition.

They leave the building.

EXTERIOR - AIRPORT - NIGHT

Brian and Heather back cautiously out of the building. They stop a few paces away from the door.

Brian puts the knapsack down on the ground and takes a gun out of it. He begins to examine it. It is a standard military-style Colt .45 automatic. He slides the clip out; the gun is unloaded.

He reaches into the bag and draws out a box of ammo. Quickly he begins to load the gun.

HEATHER
How come you know about guns?

BRIAN
I was a hit man for the Mafia.

This gets no reaction.

BRIAN (CONT'D)
That was a joke. Smile.

HEATHER
(hugs herself)
Brian, they must be everywhere.

Brian shoves the loaded magazine into the butt of the pistol and rises.

BRIAN
(picking up the knapsack)
Let's look for cars.

They walk around the building. Three or four cars are parked against one wall. They are all badly chewed up.

BRIAN (CONT'D)
Yeah, they're here all right. Somewhere. Look, you said you knew something about planes. Does that extend to flying them?

HEATHER
Well...it would depend on whether I was familiar with the plane.

BRIAN
If you were familiar with the plane, you could fly it?

HEATHER
Yeah, I guess so.

BRIAN
Don't guess. Can you fly a plane, if it's the right plane?

HEATHER
Yes, I can fly it.

BRIAN
Then let's look at the planes.

EXTERIOR - PERIPHERY OF CAMP - NIGHT

Davies strides across the flat, barren ground, carrying three or four hissing lanterns, their handles looped over his arms. He stops every few feet to put one down. Behind him, there are lights in the camp.

Harry approaches.

HARRY
I'm going to get some more lanterns.

DAVIES
Good.

Harry hesitates.

HARRY
Do you really think they can land a plane here?

DAVIES
Don't worry, Harry. They'll zero right in on these lights, you'll see.

HARRY
I'd better get the rest of the lanterns.

He starts toward the camp.

DAVIES
Harry, go get Clark. I don't want him alone for so long.

HARRY
Right.

EXTERIOR - CAMP - NIGHT

CAMERA TRACKS WITH HARRY as he strides nervously toward Davies' quonset. He arrives at it, skirts the jeep, and peers in.

HIS POINT-OF-VIEW - INSIDE THE QUONSET

Clark is seated at the desk with his back to us, in the swivel chair. His head and shoulders are silhouetted against the light of the Coleman lantern.

ON HARRY. He steps into the quonset.

INTERIOR - DAVIES' QUONSET - NIGHT

We see the SILHOUETTE OF CLARK'S HEAD AND SHOULDERS, as Harry steps in.

HARRY
Hey, Clark, come on. It's getting late.

Clark does not respond. Harry steps toward him.

HARRY (CONT'D)
Hey, Clark, come on, man.

Harry reaches out and puts his hand on Clark's shoulder.

HARRY (CONT'D)
Clark, you okay?

He spins Clark around in the swivel chair.

And it's not Clark at all, it's a hunched insect mimicking the shape of Clark's head and shoulders. It even has a face--a grotesque caricature of a human face, created in a mosaic of glistening scales like the patterns on a butterfly's wings.

POW! Two shell casings snap open and enormous claws flash out, grabbing Harry by the head.

Harry SCREAMS. The thing, buzzing and thrashing, attaches itself to Harry's head and shoulders. Harry leaps back, dragging the thing with him.

The thing CRUNCHES down. Harry continues to SCREAM and stumble around the room, with the monster climbing on his head and shoulders.

EXTERIOR - CAMP - NIGHT

Gil and Davies are running toward Davies' quonset with weapons, while Harry's screams continue.

They get to the quonset and rush inside.

INTERIOR - DAVIES' QUONSET - NIGHT

A wild, thrashing fight. They beat at the thing clinging to Harry. Broken, it drops from him and vibrates on the floor. They smash it.

Then they turn to Harry, who lies on his back on the floor.

GIL
Oh my God.

Davies grabs Gil by the shoulders, steadying both of them.

Harry's head and shoulders are chewed beyond recognition. His shirt is ripped to shreds and he is spouting blood. We catch just enough of a glimpse of him to be chilled.

Gil begins to shake uncontrollably.

GIL (CONT'D)
They're mimicking people now.

DAVIES
Gil, stop it--

GIL
Davies, we're going to die tonight. We're all going to die.

DAVIES
Gil! Stop it! Stop it!

GIL
They can't get Shelly, the baby's due, they're going to kill Shelly.

Davies shakes him roughly.

DAVIES
We've got to be under control when we go back to the girls. Now come on! Come on!

GIL
All right, I'll be all right. Let's go back.

They back out of the quonset.

<u>EXTERIOR - AIRPORT - NIGHT</u>

Brian and Heather are shining their lights on some chewed-up Pipers and Cessnas. Brian has abandoned his axe and holds the .45 in his right hand. The knapsack full of pistols is slung over one shoulder.

HEATHER
It's no good. They've eaten the landing gear.

BRIAN
Can't we take off without the landing gear?

HEATHER
Not a chance.

Brian looks around.

BRIAN
How about that hangar over there?

A few yards away is a small airport hangar.

BRIAN (CONT'D)
The doors are closed. Maybe they didn't get in.

They walk across to the building.

BRIAN (CONT'D)
How do you open these doors?

HEATHER
It takes muscle. Here, put your shoulder in it.

Together, they rumble the door aside a couple of feet.

BRIAN
Gimme your light.

He takes it from her and shines it inside.

BRIAN (CONT'D)
Oh no.

HEATHER
What's wrong? Brian?

HIS POINT-OF-VIEW - INSIDE THE HANGAR

Revealed in the beam of the flashlight is an immaculate single-engine low-wing plane, with seats for six. It is completely intact. The tires are untouched.

But the hangar is full of insects digesting their food. An open side door reveals their point of entry.

OUTSIDE THE HANGAR

BRIAN
Heather, listen, don't panic, but the hangar is full of them.

She gasps and jerks away.

BRIAN (CONT'D)
But they're digesting their food, so I think if we don't touch them, they won't attack. Now I want you to look in there and tell me if you can fly that plane.

Reluctantly, she peers in then pulls back. She steps away from the entrance, regains her composure.

HEATHER
(a low voice)
It's a Beechcraft Sierra 200. It looks intact. I can fly it.

Brian puts down the knapsack and flashlight and stuffs the gun into his belt.

BRIAN
All right, now listen to me. What we're going to do is, we're going to open this door the rest of the way. I don't think they'll do anything while they're digesting. Do you understand?

She nods expressionlessly.

BRIAN (CONT'D)
All right, let's open the door.

They both lean into it. Slowly, it rumbles all the way open.

The sound and movement disturb the insects. They shift and move their legs uneasily.

Brian picks up the knapsack from the ground and shrugs it onto his shoulders. He picks up the flashlight and pulls the gun out of his belt.

BRIAN (CONT'D)
(sweating)
Now, we're going to walk across that floor, not touching any of the bugs, and we're going to climb up and get in that plane. Are you with me?

Her face frozen with fear and drenched with sweat, Heather nods.

BRIAN (CONT'D)
I'll go first. Hook your hands in my belt.

She takes hold of the back of his belt.

BRIAN (CONT'D)
Let's go.

Stiffly, they walk into the bug-filled hangar.

INTERIOR - HANGAR - NIGHT

The insects are all over everything. There is barely enough room to get past them. The creatures stir as Brian and Heather walk stiffly through their midst.

One of the insects actually lumbers up on its legs and takes a couple of wobbly steps. Brian freezes momentarily, pointing his gun at the thing, then he forces himself to keep walking.

They reach the wing of the plane. Heather puts her hands on it and hauls herself up, rocking the plane. This causes a real stir in some of the bugs, and one of them DRONES stutteringly. Brian quickly pulls himself up onto the wing.

Heather fumbles frantically at the door catch. She yanks it open and scrambles in. Brian hurries in after her.

INTERIOR - COCKPIT - NIGHT

They collapse into seats. Brian slams the door shut, latches it, and shrugs the knapsack off onto the floor.

BRIAN
(barely keeping it together)
We're all right now, they're not going to bite their way in here, this is metal and glass.

HEATHER
Oh, God. Oh, God.

BRIAN
All right now, start thinking of getting this thing in the air.

HEATHER
Yes, yes, in the air.

She begins to study the instrument panel.

BRIAN
Have you had many lessons?

HEATHER
You mean flying lessons?

BRIAN
Yes, Heather.

HEATHER
Yes, I fly them by remote control.

BRIAN
What do you mean?

HEATHER
I'm a model aircraft hobbiest.

BRIAN
Model aircraft?

HEATHER
Yes, you know, scale-model airplanes.

BRIAN
You mean one of those little bitty things?
(holds up his hands about a foot apart)

HEATHER
I've studied full-scale aircraft. I know them by heart. I built a scale-model that was just as complicated as this thing we're sitting in.

BRIAN
Heather, have you ever flown a real plane before?

HEATHER
(angrily)
A model aircraft is a real plane.

EXTERIOR - PERIPHERY OF CAMP - NIGHT

Two rows of glaring Coleman lanterns create a functional runway on the hard-packed sand. Davies, Gil, Shelly and Mary--all armed--huddle together, inspecting it.

Gil looks at his wristwatch.

GIL
It's one-fifteen. They're late.

DAVIES
It could take time to get a plane.

GIL
I didn't mean them. It's been more than two hours and they haven't attacked.

DAVIES
When they return, we'll hear the plane. Let's get back.

They head quickly for the camp.

Suddenly they hear a SCRAPING SOUND coming from the darkness. Davies turns toward it.

GIL
Davies, be careful!

DAVIES
Well...what do you know.

A column of rock is rising from the ground. It is about ten feet tall.

Davies advances toward the plug of rock, holding his light high.

DAVIES (CONT'D)
We've got ourselves a latecomer.

GIL
Like what Brian said he saw.

DAVIES
Yes...out at the dig.

The plug falls over with a heavy thud, breaking into four or five pieces. A green, immature insect begins to crawl out.

DAVIES (CONT'D)
This is the first one I've seen being born.

They watch it until it struggles out of the hole.

GIL
I'm killing it.

He runs forward and crushes it. Davies steps up next to him and picks up the bottom section of the rock plug.

DAVIES
Let's take a look at the sedimentation here. We might learn something.

They head back for the camp.

INTERIOR - COCKPIT IN HANGAR - NIGHT

Heather is staring at the instrument panel, which is alarmingly complex.

HEATHER
Okay, I'm ready.

She reaches forward and puts her finger on a switch.

HEATHER (CONT'D)
Master switch.

She presses the switch. The instrument panel lights up with a ghostly red glow.

HEATHER (CONT'D)
Mixture control to rich...

...She pushes a lever.

HEATHER (CONT'D)
Crack throttle...

...She pushes another lever...

HEATHER (CONT'D)
...about half an inch. Fuel boost pump.

She throws the fuel boost pump switch, then stares at a gauge until the needle crawls into the green.

HEATHER (CONT'D)
And we have fuel pressure, so...now...we turn on the magnetos.

She turns a switch. There is a WHINE, like a huge electrical generator starting up.

HEATHER (CONT'D)
And now...

She hits the start button. The engine coughs to life. The propeller begins to rotate with a ROAR.

The insects are alarmed. They shift their ungainly weights and kick their legs.

HEATHER (CONT'D)
Position lights and taxi lights.

She switches on the plane's LIGHTS. Harsh, glaring light pours out the door of the hangar onto the runway. This really distresses the bugs; some of them begin to split open.

BRIAN
Uh, Heather, they're, uh, metamorphosing. Can we get out of here?

HEATHER
I have to get it up to a thousand RPM.

She pushes in the throttle. The ENGINE begins to scream.

Several glutinous bugs are now pushing out of their shells, while others sit, still waiting to crack open.

BRIAN
When do we start moving?

HEATHER
I can't understand it, we should be moving now.

She pushes in the THROTTLE farther. The plane begins to VIBRATE.

Some of the insects have forced their way out of their shells. They flop around on the floor. It is difficult to determine what they will look like when they harden.

BRIAN
Heather, what's wrong?

The plane is VIBRATING.

HEATHER
We should be moving.

BRIAN
Does this thing have a brake?

HEATHER
Oh!

She twists a handle, releasing the hand brake. The plane lurches forward.

Bugs scatter as the plane shoots out of the hangar.

EXTERIOR - RUNWAY - NIGHT

The small plane comes shooting out of the hangar and swerves, its taxi lights sweeping the airport buildings like search-lights.

INTERIOR - COCKPIT - ON RUNWAY - NIGHT

Heather grapples with the wheel while pulling the throttle back out. After a moment, she has the plane under control and is taxiing across the apron.

BRIAN
How's it going?

HEATHER
Everything's fine, now I have to line up on the runway.

The plane rolls across the runway and comes around into position. Heather pulls the throttle out and it slows to a halt.

HEATHER (CONT'D)
Now...set the directional gyro...

She cranes her neck to read a sign posted on the runway, which reads: "1.9." Then she turns back to the instrument panel and, lips pressed together with intense concentration, turns the directional gyro knob, making the setting.

And then she looks up at the runway.

HEATHER (CONT'D)
Well, I guess this is it.

BRIAN
Never flown before, huh?

HEATHER
Shut up. Prop full forward.

She pushes a lever forward, and the propeller begins to buzz like a bumblebee.

HEATHER (CONT'D)
Throttle full forward.

She pushes the throttle all the way in. The plane begins to move down the runway.

HEATHER (CONT'D)
Mixture full forward and here we go.

She pushes in the mixture knob, and the plane accelerates.

HEATHER (CONT'D)
(shouting over the roar of the engine)
Liftoff speed is about eighty miles an hour.

The plane hurtles down the strip of concrete, picking up speed.

HEATHER (CONT'D)
So...here...we go.

She yanks back the control wheel, and the plane SWEEPS UP INTO THE AIR.

BRIAN
(clutching his chest)
Oh my God we made it.

HEATHER
(laughing with excitement)
Didn't think I could do it, did you?

BRIAN
I just had a couple of nervous moments there, that was all. Now what?

HEATHER
Oh, the rest is easy. First I retract the landing gear.

She throws a switch. We hear the WHINE of a servo motor, followed by a taut THUMP as the mechanism folds up against the wings.

HEATHER (CONT'D)
Now as soon as I get it up to cruising altitude, I just head it around to 302 degrees. That's with the directional gyro here.

BRIAN
That thing, yeah.

HEATHER
And then we'll be back at the camp in about ten minutes.

INTERIOR - UTILITY QUONSET - NIGHT

Gil and Davies have picked apart the bottommost layer of rock from the insect's hive. They are examining it.

GIL
Well, this is an index fossil, all right--see the fern pattern?

DAVIES
An ammonite.

GIL
Which pretty well puts it at the end of the Cretaceous.

Davies stands up slowly, removing his glasses.

SHELLY
What does that mean?

GIL
Well, if this rock is from the end of the Cretaceous...and if that insect came from below this rock...

DAVIES
...then the insect is 65 million years old.

Davies goes and sits down in the corner, a distant look on his face.

DAVIES (CONT'D)
(almost to himself)
The dinosaurs first appeared in the final period of the Paleozoic era. They were the dominant form of life on earth for 200 million years. They suddenly disappeared at the end of the Mesozoic era...

SHELLY
...and were replaced by mammals. So what?

DAVIES
Date it.

They stare at him, not comprehending.

DAVIES (CONT'D)
Put a date on it. When did the Mesozoic era end?

Understanding comes to them. They continue to stare, now appalled.

DAVIES (CONT'D)
That's right. The dinosaurs disappeared 65 million years ago.

He picks up the hunk of rock from the bug's hole. He turns it over in his hands, looking at it.

After a long time, Davies speaks. We watch his profile, eerily back-lit by the Coleman lantern, as he speaks.

DAVIES (CONT'D)
Have you ever heard of the Cicadas?

Nobody says anything.

DAVIES (CONT'D)
You probably know them as the Thirteen-Year Locust. The name comes from their peculiar life cycle. They lay their eggs in the ground, then they die. The eggs remain underground for thirteen years, developing, and at the end of that time the nymphs all come up out of the ground at the same time, by the thousands.

SHELLY
Yes, I've heard of them. Every so often, in the Midwest, a Cicada invasion...

DAVIES
Every thirteen years. They damage trees, but aside from that they're harmless. You hear them all summer long, droning, and then at the end of the summer they deposit their eggs in the ground and die. The eggs remain underground for another thirteen years.

GIL
You're saying that those things outside...

DAVIES
...come out once every 65 million years. And the last time they came out, they exterminated the dinosaurs.

A long pause.

DAVIES (CONT'D)
Of course I can't prove it yet. But if they were that old, it would explain their grotesque form. A primitive insect, which split off early from the evolutionary line of other insects...

GIL
But if they kill everything, they would be the dominant form of life on Earth.

DAVIES
Maybe they are...once every 65 million years.

INTERIOR - COCKPIT - NIGHT

Flying back to the camp. The full moon is bright outside the plane's windows.

Brian is loading the guns. He has just finished thumbing bullets into one magazine and shoves it into the butt of a gun. He pulls the slide back, snaps it forward and flips

the safety catch. The gun loading continues during this scene.

Heather breaks the silence.

HEATHER
I wouldn't have figured you for somebody who would be into guns.

BRIAN
I used to collect guns. I had a hell of a collection.

HEATHER
Did you hunt?

BRIAN
Naw, I just target practiced.

There is a silence, during which Brian continues to load the guns. Heather opens her mouth to speak once or twice, then finally gets it out.

HEATHER
(hesitantly)
Brian...

BRIAN
What?

HEATHER
There's something I'd like to say to you.

BRIAN
What's that?

HEATHER
About Davies...

BRIAN
(sheepishly)
Hey, it's not necessary. When I made that crack I was just jealous.

HEATHER
You were?

BRIAN
Sure. I like Davies. I mean...I like you.

HEATHER
I like you too.

They exchange a brief, shy smile, then Brian returns to loading the magazines and she to flying the plane.

Slowly, Heather's smile fades and is replaced by a disturbed expression.

HEATHER (CONT'D)
(troubled)
Brian?

He looks at her.

HEATHER (CONT'D)
Why did you collect guns?

BRIAN
My Dad.

He offers no further explanation, and she doesn't ask.

INTERIOR - UTILITY QUONSET - NIGHT

Davies and the others sit staring at the floor. The bathroom door opens, and Shelly comes out.

DAVIES
Listen. If there is another attack, we're all going to lock ourselves in the bathroom. It's the only protected area.

MARY
When I was a little girl I used to have nightmares about being locked in the closet.

Davies stands up. Shelly goes quickly to Mary and sits down next to her, putting her arms around her.

DAVIES
Well, I...don't think we'll actually...have to do it, Mary.

SHELLY
Listen.

They hear a distant DRONING.

MARY
Oh, God.

DAVIES
No, it's not the insects. It's an airplane.

He jumps up. He and Gil pick up their weapons and run outside.

EXTERIOR - CAMP - NIGHT

Gil and Davies dash out of the quonset, followed by the others. They look up.

In the sky, we can see the blinking lights of a small plane.

GIL
It's them! They made it!

But now we hear another sound, the CRACKING of insect shell casings. Davies shines his light into the darkness but can't locate anything.

INTERIOR - AIRPLANE - NIGHT

BRIAN
There's the camp. My God, they've set up a runway!

HEATHER
Look, look, there's Harris Hall! They're outside, they see us!

BRIAN
Let's put this thing down.

HEATHER
Yes, well, that's the hard part.

BRIAN
Oh, sweetheart, you got us this far, don't blow it now.

HEATHER
I'm not gonna blow it. It's just...landing is the tricky part. First I circle back around...

She banks the plane.

BRIAN
Are you sure about this?

HEATHER
I know the procedures by heart. Now I drop to a thousand feet...

She pushes in the control wheel. The plane drops, begins its descent.

HEATHER (CONT'D)
Lower flaps forty degrees...

She pulls a lever.

HEATHER (CONT'D)
Cut power back...

She pulls the throttle out.

HEATHER (CONT'D)
Landing gear down...

She throws a switch. After a second, she throws it again. Then she clicks it back and forth.

BRIAN
What's wrong?

HEATHER
Uh...

BRIAN
It won't go down?

HEATHER
Well...

BRIAN
Heather, the landing gear won't go down?

She frowns at the instrument panel.

BRIAN (CONT'D)
Can we land without it?

HEATHER
We really shouldn't.

BRIAN
I know that, Heather, but can we land without the landing gear?

SUDDENLY, AN INSECT CRAWLS UP ON THE SEAT BEHIND HEATHER. It must have been hiding in the plane the whole time. Neither of them sees it.

HEATHER
I'm going to take it back up.

But before she can pull back on the control wheel, THE INSECT DRONES. They both start violently.

BRIAN
Look out!

They both spin in their seats and spy the thing as it clambers down the back of Heather's seat. She SHRIEKS and leaps from the seat, twisting away from the thing.

Brian half-rises and whips the gun from his belt but can't get a clear shot because of Heather. The bug is now on the cushion of Heather's seat, so that she cannot get at the controls properly. The plane is still PLUMMETING DOWNWARD.

BRIAN
Heather, get out of the way!

He finally gets a clear aim and FIRES THREE SHOTS into the insect, splitting it open and spraying chips of its shell all over the cockpit, and then...

EXTERIOR - CAMP - NIGHT

The plane CRASHES. It hits the desert floor with the landing gear up, bounces, lands again, and scrapes across the hard-packed sand at terrific velocity.

It comes skidding into camp, smashes through the generator housing, and one wing slices right through a peripheral quonset, demolishing the quonset and severing the wing.

The plane continues to slide past the camp, making a tremendous racket, and it comes to a final stop a couple of hundred yards out into the desert, in a cloud of dust.

EXTERIOR - UTILITY QUONSET - NIGHT

Davies, Gil, Shelly, and Mary stand at the entrance to the hut, horrified expressions on their faces, staring out at the wreck of the plane.

DAVIES
Oh my God.

He starts running out into the desert. The others follow.

INTERIOR - COCKPIT - NIGHT

Heather is slumped down on the floor. Brian pulls himself to a seated position, bleeding from the forehead. He shakes his head, trying to clear it. Then he grabs Heather.

BRIAN
Heather! Heather, get up! Heather!

She does not respond; she is as limp as a rag doll.

BRIAN (CONT'D)
Heather? Come on! Heather!

SOMETHING WALKS UP TO THE WINDOW OF THE PLANE AND LOOKS IN. They do not see it. It is a hideous stick-man, a skeletal caricature of a human being, with an exoskeleton. It turns its head in curiosity, looking in at them.

Heather begins to come around. She GROANS

HEATHER
What happened? What's going on?

BRIAN
Oh Jesus, you're alive. Come on, we gotta get out of here, the engine is gonna blow.

HEATHER
Wait...my head...I can't think...

Brian helps her sit up. She lifts her head, looks over Brian's shoulder and sees the man-thing looking in. She GASPS in terror. Brian spins and sees the creature. He grabs for his gun but can't find it.

BRIAN
The gun!

EXTERIOR - DESERT - NIGHT

Davies and the others are running full-tilt toward the plane. Gil suddenly digs in his heels and comes to a full stop, throwing out his arms.

GIL
Watch it!

The others stumble to a fast stop.

THEIR POINT-OF-VIEW - THE PLANE

The stick-man is standing looking into the cockpit, and another stick-man comes striding out of the darkness to look in also.

ON DAVIES AND THE OTHERS

They stand frozen, staring, unable to move.

THEIR POINT-OF-VIEW - THE PLANE

A third stick-man strides out of darkness to join the others. They stalk jerkingly around the plane, BUZZING and CLICKING.

INTERIOR - COCKPIT - NIGHT

Brian is stretched over the back of his seat, reaching his hand out toward the orange knapsack, which has fallen into the back of the plane, just beyond his fingertips.

Heather recoils in fear from the semi-human, segmented faces that look in at them.

Brian shifts his weight forward and is about to grab the knapsack when ONE OF THE STICK-MEN opens its mandibles, DRONES, then flashes an arm forward and smashes a hole in the side window. Brian twitches violently, dropping the knapsack. The creature batters at the hole, widening it.

ANOTHER STICK-MAN leaps on the front cowling of the plane like a grasshopper and jabs at the front windshield, cracking it.

Brian grabs the knapsack. Meanwhile the FIRST man-insect has stuck its glossy head into the hole it broke in the side window, buzzing angrily.

Brian has one of the guns and begins to FIRE into the insect's body. It buzzes in pain, thrashing its articulated limbs.

EXTERIOR - DESERT - NIGHT

ON DAVIES AND THE OTHERS.

DAVIES
Guns! They've got guns!

INTERIOR - COCKPIT - NIGHT

Brian blows the first insect into pieces then turns and fires at the one on the windshield. It SHRILLS and leaps off the plane.

EXTERIOR - PLANE - NIGHT

The GAS TANK BLOWS. The THIRD INSECT, which is thus far unharmed, leaps away from the flames.

ON DAVIES AND THE OTHERS.

SHELLY
Oh my God.

DAVIES
We gotta get them out of there!

At this moment, without warning, the THIRD INSECT suddenly LEAPS 20 FEET and lands on its feet right in their midst.

Someone SHOUTS in terror and Davies strikes at it with his weapon.

INTERIOR - COCKPIT - NIGHT

The windows are completely covered with flame, but Brian and Heather, inside where the fire does not reach, are still unharmed. They gasp for breath in the scorching heat, sweat running from their faces.

Brian is digging frantically in the back of the plane; he comes up with two blankets and throws one to Heather.

BRIAN
Wrap this around you. And then run.

They both pull the blankets around them, over their heads. Brian grabs the orange knapsack and tries to open the door on his side (which is the side closest to the ground, the plane being tilted). But the door is blocked by the shredded body of the insect, which hangs in the window. Disgusted, Brian kicks the door open and dives out. Heather comes after him.

EXTERIOR - PLANE - NIGHT

Brian and Heather charge through the wall of flame that surrounds the plane, out into the clear air, and hurl the flaming blankets to the ground.

Brian looks around wildly and spies Davies and Gil battling the third insect. He FIRES A SHOT IN THE AIR. Everyone freezes, including the insect, which turns its head to look at him.

He takes careful aim and shoots a hole in the insect. It leaps and dances in a buzzing circle, running randomly away from them. Brian fires a couple more shots, downing it. It lies kicking on the ground.

GIL
The U.S. Cavalry! Hallelujah!

Brian and Heather hurry toward the others, everyone chattering at the same time.

GIL (CONT'D)
What happened to you guys? Boy, did you ever crash! I thought you were done for!

SHELLY
We were so scared! We thought you weren't going to come back!

Davies steps to Heather and takes her in his arms.

DAVIES
(softly)
Heather.

BRIAN
Come on. That may not be all of them, there may be an attack. Here!

He kneels and upends the knapsack, spilling six or seven guns out onto the ground. Quickly, he picks one up and hands it to Davies, snapping the safety off.

Startled, but hurriedly, Davies takes the gun.

BRIAN (CONT'D)
They're ready to fire, be careful!

He rapidly hands the pistols around, snapping off the safety catches. Mary and Shelly hold them clumsily, uncertainly.

MARY
I can't use one of these. I'm not going to be able to do it. I'm scared of guns.

An ANGRY DRONING comes from the darkness.

SHELLY
Oh God.

An insect, camouflaged as some kind of desert bush, scrambles into the pool of light thrown from the burning plane and runs toward them. BLAM! Brian blows it apart.

The DRONING GROWS LOUDER. Another monstrosity comes toward them. They shoot its leg off. Screaming metallically, it disappears the way it came.

DAVIES
(triumphantly)
Let's get those things!

Strange shapes dart around in the darkness. They rush the people, who fire. The attacking insects are shattered, blasted into fragments of thorny shell.

Some of the creatures turn and flee; others run in circles, injured, until they are downed. It is a complete rout.

GIL
(a Rebel yell)
WA-HOO!

Another EXPLOSION bursts the gas tank of the plane, hurling shards of burning wood in all directions.

Davies grabs one of the burning slivers off the ground and brandishes it like a torch.

DAVIES
Let's burn 'em! Let's burn the ones that are digesting!

Out beyond the perimeter of the camp crouch scores of BLOATED STOMACH SACS, motionless, digesting. Davies runs to the nearest one and touches his torch to it. It goes up like dry kindling.

The others get the idea immediately, grab torches, and run from creature to bloated creature, blowing holes in them and putting the torch to them.

FAST TRACKING SHOTS OF THE HUMANS RUNNING THROUGH THE FIELD OF STOMACH SACS, SHOOTING AND IGNITING THEM.

EXTREME WIDE SHOT OF THE CAMP -- THE BURNING SACS FLICKER HELLISHLY WITH AN ORANGE LIGHT.

EXTERIOR - STORAGE QUONSET - NIGHT

They come stumbling back up to the quonset, faces blackened with smoke.

BRIAN
Jesus, we can beat 'em! We can beat 'em!

Everybody begins to LAUGH with hysterical relief, orange light guttering on their faces.

When they finally begin to calm down, they stumble back inside and collapse in heaps, still laughing and giggling.

INTERIOR - UTILITY QUONSET - NIGHT

Everyone lying on the floor, chuckling and catching their breath.

GIL
We did it! We did it!

BRIAN
Let's have the guns.

They pass them over. Brian dumps out the ammo boxes and starts reloading.

DAVIES
What happened to you people?

Heather finally calms down, begins to recollect.

HEATHER
We--got to the airport. It had been overrun. The bugs had killed everybody.

SHELLY
Oh no, they're everywhere.

GIL
Quiet, Shel.

BRIAN
So Heather knew how to fly one of the planes, and we were coming back to pick you up, to fly us all out of here. Now get this...

EXTERIOR - CAMP - NIGHT

WIDE SHOT OF THE CAMP. The stomach sacs are burning low, pulsating with internal light like dying logs on a fire, and collapsing in on themselves with a shower of sparks.

A patch of clouds is passing across the moon. The cloud bank flickers eerily with summer heat lightning.

INTERIOR - UTILITY QUONSET - NIGHT

HEATHER
...and then we crashed.

BRIAN
So we're still stuck here.

DAVIES
Well now, it's not as bad as all that. We're not defenseless any more, thanks to your efforts. My God did they dance when the bullets hit them!

BRIAN
(offers a loaded gun to Mary)
Here, Mary.

She shakes her head.

BRIAN (CONT'D)
Shelly.

SHELLY
No, I don't want one. I thought I was going to shoot my foot off.

BRIAN
I guess that's it, then.
(stuffs the gun into his belt)

Brian, Davies, Heather and Gil are now armed.

DAVIES
If they come back, we're ready for them.

Brian gosses the empty ammo cartons on the floor. He rises, goes to the knapsack, and reaches inside.

BRIAN
We've got three boxes of ammo left.

DAVIES
Keep them where we can get at them fast.

BRIAN
(putting the boxes aside)
It's done.

Brian flops to the ground.

BRIAN (CONT'D)
(exhausted)
God, I'm hungry.

SHELLY
I couldn't eat.

HEATHER
I could.

BRIAN
Hey, we could stand a celebration

DAVIES
That's a perfect idea. Let's go outside and eat around a campfire.

SHELLY
It's not safe outside.

DAVIES
It's as safe out there as it is in here. Let's do it.

HEATHER
That sounds great.

DAVIES
The food's in the mess hut. Brian, I'll collect it. You can get the group moved outside.

GIL
(hefting his gun)
I'll go with you, Davies.

EXTERIOR - CAMP - NIGHT

It looks like a cookout. Davies, Gil and Shelly sit on the ground around a cheerful campfire. Brian and Heather are at a picnic table; Brian sits facing out to the fire and Heather stands near him. The Coleman lantern throws glaring light out into the desert.

Gil is playing the ukelele and they are singing "Harvest Moon." Davies and Gil, in between their singing, are still shoveling generous spoonfuls of pork and beans into their mouths.

DAVIES, GIL, SHELLY
"Shine on, shine on harvest moon, up in the sky" etc.

This under a brilliant FULL MOON, ringed with clouds.

ON HEATHER AND BRIAN.

Light from the campfire flickers across them. The singing is heard in the background. Heather is handing various cans of food to Brian, and he sits on a bench with his back against the table, opening them. His gun is stuck in his belt.

HEATHER
Your head is cut.

Brian looks up at her. Her blouse has huge holes burned in it and is hanging in tatters.

BRIAN
That blouse is turning me on.

He stares into her eyes. Heather smiles, glances down, and half-tucks her frayed blouse into her shorts. She picks up a cloth from the table, moistens it with her tongue, and begins to mop the blood off his face. She bends over, her face close to his, examining his wound.

HEATHER
Are you sure you're okay?

Brian, caught up by her closeness, continues to look at her.

BRIAN
(finally)
Fine...
(a beat)
What about you?

Heather, slightly flushed, is staring into his eyes.

HEATHER
I'm fine, too...

And she bends her head to Brian, KISSES HIM. He sits for a moment, accepting the kiss, which continues. Then he lifts his arms and embraces her. The kiss becomes passionate.

ON GROUP AT CAMPFIRE. Davies has finished his can of pork and beans.

DAVIES
(turning to Brian and Heather)
Hey, how about some more food for the...

He sees them kissing. He hesitates, blinks. Heather pulls away from Brian guiltily, looks embarrassedly back at Davies, speechless.

DAVIES (CONT'D)
(trying to cover it and turning back to the campfire)
Some more food for the hungry, starving masses.

Davies picks up the singing with the others.

ON BRIAN AND HEATHER. They get up and rejoin the others. They hand out cans of food and sit near the fire.

GIL
(looking out at the area beyond the campfire)
They may have wiped out the dinosaurs, but the dinosaurs didn't have .45's.

HEATHER
Dinosaurs?

DAVIES
(beginning to eat)
Oh yes...we developed a theory while you were gone, about the creatures' origins.

BRIAN
What theory?

DAVIES
Well, one of them came out of the ground right outside here, and...

ON GIL AND SHELLY.

They sit close together, eating. He rubs his leg against hers.

GIL
(tenderly)
Shel, how do you feel? Is the--baby all right?

SHELLY
Yes, he's fine, honey. I felt him kick a minute ago.

GIL
Felt her kick.

The look at each other and smile. He kisses her. Then he drains his cup and fishes a cigarette out of his pocket.

GIL (CONT'D)
My last cigarette.

He crumples the pack.

ON DAVIES, BRIAN, AND HEATHER, finishing their conversation.

BRIAN
Incredible--

DAVIES
It's only a theory...

HEATHER
65 million years old...

BRIAN
Well, they're sure making up for lost time, let me tell you.

HEATHER
Yes, but at this rate they've got to burn themselves out soon. A rapid metabolism and a short lifetime, you know.

DAVIES
I certainly hope so; because as soon as the sun comes up, I plan on all of us hiking out of here.

BRIAN
You think we can make it?

DAVIES
We'll stick to the main road. We can reach Pueblo Junction by noon.
(pats his gun confidently)
With these we can make it.

Gil plunks a chord on his ukelele. This starts up another soft round of "Harvest Moon."

Shelly passes a bottle of wine to Brian, who takes a drink and passes it to Heather.

DAVIES
Careful, we really shouldn't be drinking.

Heather hesitates, then takes a drink and passes it along.

The only one who isn't singing is Mary. When the bottle comes her way, she simply shakes her head.

Suddenly, we HEAR SOMETHING. It sounds like a voice, but it is so soft we're not even sure we really hear it.

But Mary hears it. Her head shoots up, and her face takes on an expression of extreme attentiveness.

Suddenly, she jumps to her feet.

MARY
SHUT UP!

Confused, the singing breaks off. They all stare at Mary.

DAVIES
What...

MARY
I SAID BE QUIET!

Davies shuts his mouth. Mary is listening for something, so the others slowly rise, glancing at each other.

Then we hear it: a BABY CRYING.

MARY
OH MY GOD!

Mary starts toward the darkness, toward the sound of the voice--but Brian seizes her arm, restraining her.

BRIAN
Wait a minute, Mary!

She presses an agonized fist to her mouth.

THEIR POINT-OF-VIEW - THE DARKNESS BEYOND THE FIRELIGHT

A tiny figure stumbles into the light, bawling its eyes out. It is KIMBY.

Blinded by the light, she stops and rubs her eyes. She is dirty and her clothes are torn.

ANOTHER ANGLE.

MARY
(a cry of relief)
KIMBY!

Again she tries to run toward her child, but Brian throws both arms around her. Davies also grabs her and the two of them struggle with her.

MARY (CONT'D)
(struggling)
Let me go, what's wrong with you, that's my baby!

DAVIES
(trying to hold her)
Mary, we don't know...

She breaks free of Brian and Davies, runs to Kimby, falls on her knees, and scoops the sobbing child up in her arms.

MARY
(bursting into tears)
Kimby, oh my God, Kimby!

KIMBY
Mommy, Mommy, Mommy!

Mother and child clutch each other, both sobbing. The others stand well back.

MARY
(through tears of joy)
You come inside with me, baby, we're going to get you cleaned up.

She picks Kimby up in her arms and heads for the quonset.

The others follow.

INTERIOR - UTILITY QUONSET - NIGHT

Mary carries Kimby into the bathroom, runs some water onto a cloth, and carries the baby back out into the quonset. Happy tears in her eyes, she begins to clean the dirt from Kimby's face.

The others stand watching.

Kimby mumbles something through the damp cloth. Mary takes it away from her face.

MARY
What, baby?

KIMBY
I got losted, Mommy.

MARY
(cuddling her)
Well, you're not lost anymore. You're with Mommy now, and everything's going to be all right.

Brian rubs his cheek uncertainly, looking at Kimby and Mary moaning in each other's arms. He and Davies exchange a meaningful look.

GIL
I guess she could have just been wandering around out there and finally caught sight of the camp.

HEATHER
It was pitch dark when she disappeared--remember? The lights were out. She must have run straight away from here.

SHELLY
The poor little thing!

KIMBY
I hided, Mommy.

MARY
Where did you hided, baby?

KIMBY
In a hole.

MARY
What kind of hole?

KIMBY
A big hole.

Davies approaches and squats.

DAVIES
A hole in the rocks, Kimby?

KIMBY
Yes.

MARY
(crushing Kimby to her breast and rocking her)
Oh, Kimby!

CLICK. SNAP. THE BABY'S SHELL CASING FLIES OPEN AND THE MANDIBLES GRAB MARY BY THE HEAD.

Mary screams and stands up, the insect clinging to her head, shrilling hideously.

The others leap back in shock and horror. The guns come out.

DAVIES
Don't shoot!

Everybody is screaming at the same time. Brian grabs a crowbar and swings at the insect, while Mary staggers in circles, pulling at the thing.

Abruptly, Mary RUNS OUT OF THE QUONSET.

EXTERIOR - CAMP - NIGHT

Mary runs blindly out of the hut, the others in pursuit. She knocks over the camp chairs and staggers into the fire,

scattering coals and ashes. Stumbling, she falls right into the campfire. She rolls about in the flames, while the others run around her in confusion. The thing kicks wildly but does not drop from her head.

She pulls herself to her feet and begins to run through the camp, her clothes flapping with flames, the thing still thrashing on her.

CAMERA TRACKS WITH THE NIGHTMARISH CHASE. Everybody is shouting.

Suddenly Mary falls to her face and lies motionless on the ground. The insect leaps off and starts to run toward the desert, but Brian, Davies, and Gil fire their guns at it, downing it.

They continue to fire into it, even after it has stopped moving.

Brian is repeatedly squeezing the trigger of an empty gun. He hurls it to the ground and grabs Heather's pistol from her. Like a man possessed, he empties the gun into the dead insect.

Davies has pulled off his shirt and is beating it at Mary's motionless body, trying to extinguish the flames. Heather is tossing sand on her. Finally Davies throws his shirt over Mary and falls on top of her, smothering the fire.

Then her gets to his feet.

DAVIES
Mary...

He reaches to pull his shirt off her head and shoulders. Heather grabs his hand, stopping him.

HEATHER
Don't. Davies, don't.

GIL
(hysterical)
It was perfect! It was absolutely real!

DAVIES
There's no end to them! They don't stop. They just keep getting better and better!

GIL
It looked just like Kimby! Just like her! It spoke! Did you hear it speak?

Brian turns and walks quickly back toward the utility hut.

EXTERIOR - UTILITY QUONSET - NIGHT

Brian stops outside the quonset and leans against the cool corrugated metal. The empty pistol dangles limply in one hand. His face is pale and sweating. He looks queasy. Mouth open, he gasps for air.

There is a rumble of THUNDER. The moon is disappearing behind a bank of clouds.

Slowly, Heather comes up behind Brian.

HEATHER
(softly)
Brian?

Weakly, he turns his head and looks at her.

Then he throws his arms around her and begins to sob dryly.

HEATHER (CONT'D)
Oh, Brian, Brian, Brian!

The others approach. Davies is carrying Mary's body in his arms, his shirt over her head and shoulders.

Brian breaks away from Heather and goes into the quonset.

INTERIOR - UTILITY QUONSET - NIGHT

The others remain outside, placing Mary's body on the ground and covering her, muttering in low tones, while Brian comes inside.

There is another roll of THUNDER. A chill breeze blows into camp, ruffling their hair.

Brian drops the clip out of his pistol, checks that it is empty, then slams the slide home. He moves to the remaining three boxes of cartridges, slides the lid off one of the featureless grey boxes, and pulls out a bullet.

When Davies comes in, he notices that Brian has a strange look on his face. He watches Brian put the box and bullet down and pull the lid from the second box. Then he opens the last box and spills the bullets out into his hand.

DAVIES
What's wrong?

BRIAN
Do you have any ammunition left?

DAVIES
No, I'm empty.

Everyone looks sharply at Brian. He holds out his hand with the gleaming copper bullets.

BRIAN
All of these bullets are .38's. Our guns are .45's.

Quickly, they all check their guns. Their faces tell the story.

Brian lets the bullets drop to the floor.

BRIAN (CONT'D)
We're unarmed again.

Brian bends down and picks up a shovel. He lays his gun on a crate.

DAVIES
We'd all better find a weapon.

The group fans out slowly, finding a shovel here, a tire iron there. Armed, they glumly seat themselves around the room.

GIL
We let it right in with us.

No one replies.

GIL (CONT'D)
And it's not over. You know that.

DAVIES
Well, Gil, I don't really see how they can get any better.

Another long pause. Then, with a sudden thoughtful expression, Davies looks up...and around...at the others.

DAVIES (CONT'D)
They wouldn't really have to get any better, would they? I mean, we would have no way of knowing...

This thought hangs in the air.

BRIAN
One of us could be...

They look at each other with new eyes.

BRIAN (CONT'D)
No, wait a minute, it's impossible. Look, those things take two hours to transform. Nobody's been alone for that long.

HEATHER
Yeah, that's right.

A wave of relief runs through the group.

DAVIES
(unhappily)
Well...

BRIAN
(stiffening)
What?

DAVIES
Clark.

BRIAN
What about him?

DAVIES
He went over to my hut at a quarter after twelve. I sent Harry to get him about 15 minutes later.

The relief vanishes. They are paranoid again.

There is a sizzling flash of LIGHTNING and an explosive burst of thunder; and a torrent of rain begins to batter the roof of the quonset.

BRIAN
Let's start from the beginning. Who's been isolated from the group?

GIL
You. Both of you--for close to two hours.

HEATHER
We were together the whole time.

GIL
Well, so what? Maybe both of you...

BRIAN
It's not true.

GIL
Would you admit it?

DAVIES
All right, let's just slow down! Or we'll be at each other's throats. Gil, you were alone, while we were building the runway. So was I. That in itself proves nothing, because we've all been alone at some point... even if only to go to the bathroom.

All eyes go to the bathroom.

BRIAN
(rising)
Give me a light.

Davies tosses him a flashlight. Brian switches it on and steps into the bathroom.

INTERIOR - BATHROOM - NIGHT

The others cluster around the door as Brian steps inside. He flashes the light around. Rubble, garbage...but the only place for anything to hide is behind the large sheet of cardboard which leans against the wall. Brian rips it away.

BEHIND IT IS A SHELL.

It is shaped like a melon, dull brown in color, and has veins on it. It is very similar in appearance to the shells that had spawned earlier generations of the bugs. But it is split open down the center and the two halves are peeled back.

Brian approaches the husk and shines his light down into it.

HIS POINT-OF-VIEW - THE INSIDE OF THE HUSK

Inside the shell is the mold or concave outline of a human being.

BRIAN
It's the outline of a person.

They back out of the bathroom.

INTERIOR - UTILITY QUONSET - NIGHT

Everybody pulls away from everybody else. They all back away toward the walls, looking at each other with panic and suspicion.

BRIAN
My name is Brian Hubbard Alcott and I'm 21 years old and I was born in Bridgeport,

Connecticut in 1955.

(points his shovel threateningly at Davies)

Identify yourself.

DAVIES

Sewell Davies--born October 14, 1927--took my degree at Cornell in '62...

Brian points at Heather.

HEATHER

(nervously)

Heather Cynthia Smith, born 1956 in Phoenix, Arizona...my parents live in Flagstaff...

Brian moves his shovel toward Shelly.

SHELLY

(wide-eyed and frightened)

I'm--I'm Shelly Thompson. I'm Gil's wife. I don't know what you want me to say.

GIL

They want you to prove you're not an insect. This is leading nowhere. And I want you to lay off my wife! She's pregnant. Take that goddamn shovel out of her face before I punch your eyes out!

BRIAN

(swings the shovel toward Gil)

Who are you?

GIL

I told you to take that shovel...

Gil takes a step toward Brian. Everyone, including Gil's wife, jumps away from him in fear.

GIL (CONT'D)

(incredulous)

Hey!

They say nothing, but Brian holds his shovel toward Gil in a defensive stance.

GIL (CONT'D)

All right...I'm Gilbert Francis Thompson and I met Shelly at NYU. I could go on, but I'm telling you, this is meaningless. If there is an insect, he can identify himself.

DAVIES
You're right. If they can mimic human appearance and behavior and speech, I suppose there's no reason they can't absorb their victim's memories too.

HEATHER
In fact--it might not even know it is an insect, It might think it's the real person.

SHELLY
Couldn't it--couldn't it be somebody from before? Like...Louise...or Clark?

HEATHER
In here?

GIL
Who was the last person in the bathroom?

DAVIES
We've all been in there several times during the course of the night. That's not going to prove a damn thing.

A pause while this is absorbed.

HEATHER
Let's look in the shell. Let's look at the impression. We might be able to recognize somebody from the mold.

DAVIES
Good idea.

Nobody moves. Obviously, they don't want to get close to each other.

BRIAN
I'll look.

He picks up a flashlight in his free hand and walks into the bathroom.

INTERIOR - BATHROOM - NIGHT

Brian shines the light into the shell and stares for a moment.

DAVIES
Can you make out any features?

BRIAN
It's too vague. It's shrivelled.

DAVIES
Give me the light.

Davies steps forward and takes the light from Brian. He looks down into the husk.

BRIAN
It's like crumpled cellophane. You can make out a human form, but that's all.

DAVIES
Let's get it out into the light.

He and Brian grasp the husk and begin to drag it out of the bathroom.

INTERIOR - UTILITY QUONSET - NIGHT

But as they pull it through the doorway, it starts to fall apart.

BRIAN
God damn it, it's disintegrating!

With a CRACKLE, the shell starts to crumble. Quickly, they drop it.

DAVIES
(peering down into it)
Now we're not going to be able to tell a thing.

With a final rustle, the husk collapses in on itself.

For a moment, helpless silence. Then:

HEATHER
(explosively)
So why hasn't it tried to kill us?

GIL
That's right! If one of us is an insect, why hasn't it attacked?

HEATHER
They always attack.

DAVIES
It could be waiting for something...

GIL
For what?

BRIAN
For itself?

Brian and Davies stare at each other. Outside, the downpour continues unabated and the air grows steadily cooler.

DAVIES
You mean...

BRIAN
...the Tarantula Hawk Wasp...

SHELLY
(clutching her throat)
What? What are you people talking about?

Davies takes off his glasses slowly and stares into space with the expression of a man reluctantly coming to a horrifying conclusion.

DAVIES
All insects--when they reach the end of their life cycle--have to reproduce...so that the next generation can be born.

GIL
So what?

BRIAN
It's going to lay its eggs, Gil.

GIL
So what? So why doesn't it just go off somewhere then, and lay its eggs?

DAVIES
(reluctantly)
I'm afraid that a number of insects have a rather noxious breeding habit, the Tarantula Hawk Wasp being one example.
(pauses briefly to choose his words)
When it gets ready to lay eggs, it hunts down a victim--usually another insect or a small animal --and paralyzes it...by means of a poisonous sting. It then digs a hole and drags the victim down into it.

HEATHER
(catching on)
Oh no.

BRIAN
(finishing Davies' thought)
And then it lays its eggs in the body of the paralyzed victim.

DAVIES
The eggs hatch into larva, which eat the victim...

BRIAN
...alive.

A pause.

GIL
(incredulous)
You mean this thing is hanging around with us for...

BRIAN
...a live host.

GIL
This is a nightmare!

A silence. Then, Shelly begins to cry. Gil softens; he takes a step toward his wife, reaching out a comforting hand to her.

Brian sticks out his shovel and stops Gil.

BRIAN
Just keep your distance, Gil.

Gil stands, distressed, while his wife weeps.

SHELLY
(crying)
I don't understand. Why is it waiting? What's it waiting for?

DAVIES
For its reproductive organs to mature.

Everyone looks grimly around the room, not knowing what to do.

GIL
Well, what the hell are we going to do?

BRIAN
I can tell you what I'm going to do.

He pulls a crate over to his corner and sits down on it, holding the shovel in a ready position.

BRIAN (CONT'D)
I'm going to sit here and wait for the bug to show itself. Then I'm going to kill it.

Slowly, one by one, they begin to sit down, until they are each at the far extremities of the room, gripping their weapons, staring at each other.

DISSOLVE TO:

EXTERIOR - CAMP - NIGHT

WIDE SHOT OF THE CAMP. The rain sweeps in sheets across the camp. Bright yellow light spills out of the utility hut, feebly combatting the tempest. The charred remains of the insects hiss and smoke.

DISSOLVE TO:

THE SAME SCENE - LATER.

The rain has stopped and the moon has set. Only the light from the utility hut still illuminates the scene.

INTERIOR - UTILITY QUONSET - THE DARKNESS BEFORE THE DAWN

ON BRIAN. Moodily, he plays with his weapon. He looks dirty, exhausted, and his face is beaded with perspiration.

CAMERA PANS FROM ONE FACE TO THE NEXT. Each person--Heather, Gil, Shelly, Davies--is sweaty and brooding. The tension and fear in their faces is palpable. Their eyes continually flick from one person to the next, with anxious suspicion.

HAVING MADE A CIRCUIT OF THE ROOM, CAMERA MOVES BEHIND HEATHER'S HEAD. We now see something UNUTTERABLY HORRIBLE.

Creeping up behind Heather's back is some kind of TENDRIL, a TUBE-LIKE THING WITH A POINTED END and a hole in the tip. In utter silence, this slimy tube crawls slowly up toward her head, without touching her. She does not see it.

CAMERA TRACKS AROUND BEHIND THE BACKS OF THE OTHERS. Behind each person, a slimy stalk is growing up toward their heads. They are completely unaware of them.

ON BRIAN. For a long moment, he stares into space, lost in thought.

Then, idly, he glances toward Gil, who sits next to him... AND HE SEES THE TENDRIL RISING BEHIND GIL'S HEAD.

BRIAN
(shouts)
JESUS!

Brian leaps to his feet.

At this, everyone else jumps up in panic--everyone but Heather.

DAVIES
What? What is it?

BRIAN
(pointing)
Look! Behind your backs!

They all whirl. They see, sticking up from behind the stacks of boxes, FOUR STALKY TENDRILS RISING WHERE THEY WERE SITTING.

BRIAN (CONT'D)
HEATHER! WATCH OUT!

Heather stands. AND AS SHE STANDS, IT IS REVEALED THAT ALL OF THESE STALKS ARE GROWING OUT OF HER BACK.

HEATHER REMAINS STANDING, FOUR GROTESQUELY LONG STALKS EXTENDING FROM HER BACK, SWAYING LIKE BRANCHES IN THE WIND.

CLOSE SHOT - HEATHER. Her face breaks open, revealing a hideous insect beak. SHE SHRILLS HORRIBLY.

WITH A LOUD CRACK, THE FOUR TENDRILS DROP FROM HER BACK, AND CLAW-LIKE EXTENSIONS SNAP OUT OF HER BODY.

SHE DRONES AGAIN, LOUDLY AND VORACIOUSLY.

GIL
Run!

Completely unnerved, the four of them bolt for the door.

EXTERIOR - THE DESERT - DAWN

The sun is just peeping over the horizon, a squashed red disc throwing vivid crimson light and long black shadows across the land.

The four humans--Gil, Shelly, Davies, and Brian--come bursting out of the quonset, running with all their strength.

And behind them, the thing that was Heather appears in the doorway. LARGE WING-CASINGS OPEN ON HER BACK, AND TRANSPARENT, MEMBRANOUS, VEINED WINGS UNFOLD THEMSELVES.

With a deep, loud DRONING, the breeder takes flight.

This monstrosity, part human, mostly gigantic insect, rises into the air on blurring wings at least 15 feet across. The DRONING OF THE WINGS is horrifyingly loud.

ON DAVIES, RUNNING FOR HIS LIFE.

ON BRIAN, RUNNING.

ON GIL AND SHELLY, RUNNING.

Because she is pregnant, Shelly cannot move as fast as Gil. The distance between them, now just a few feet, widens slightly. Suddenly, they both hear the approaching DRONE OF WINGS. Shelly and Gil look over their shoulders and see with horror that the BREEDER is only about 50 yards away and closing rapidly. Shelly SCREAMS piercingly. Gil runs even harder, increasing the distance between them.

Shelly stumbles and falls to her face.

SHELLY
(a scream of terror)
Gil!

He stops running and turns. She tries to pick herself up from the ground; the DRONING is louder.

Gil hesitates.

Shelly flips over onto her back; then she lurches up, barely regaining her feet.

HER POINT-OF-VIEW.

The breeder dive-bombs directly toward her.

ON SHELLY. The breeder buzzes over her head, knocking her back to the ground.

SHELLY
GIL!

ON GIL. He turns and flees for his life, leaving her to die.

ON SHELLY AND THE INSECT. She lies on her back, trying to fend off the huge breeder insect which hovers above her.

ON BRIAN, running. He hears Shelly's screams. He spins.

HIS POINT-OF-VIEW of Shelly and the insect.

ON BRIAN.

BRIAN
Davies!

Shovel in hand, he begins to run toward Shelly.

ON DAVIES. He turns, sees what is happening, and also begins to run toward the girl and the monster, clutching his weapon.

ON SHELLY AND THE INSECT. The breeder drops slightly in the air, and with two of its tendrils pins her arms to the ground. She kicks at it, and her blouse drops open, exposing her pregnant belly.

In the background, Brian and Davies are running to save her.

She kicks the insect, and it rises up slightly to avoid her flailing legs; but it does not release her arms. Then it drops down, and with two more tendrils, pins her legs to the ground.

The rear of the creature's abdomen begins to undulate, pulsing toward Shelly's naked belly.

At this moment, Davies and Brian arrive and begin to pound at the insect with their blunt weapons. The thing buzzes, then it releases Shelly and turns toward the two men.

Davies smashes at the breeder's head.

DAVIES
Get her to the rocks!

Nearby is a cluster of large boulders. Brian hesitates momentarily, then abandons Davies. He grabs Shelly by the arms, hauls her to her feet, and begins to drag her toward the rocks.

Davies, streaming with sweat, is battling the insect with his last reserves of energy. Brian and Shelly reach the rocks, and he stuffs her into a crevice.

Davies begins to stumble backward toward the rocks, fighting off the breeder. Brian runs to help him, and together they manage to battle their way back to the safety of the boulders and dive into the crevice with Shelly.

Shelly is sobbing hysterically. The breeder buzzes angrily and hovers over the rocks, peering down at the three people, who are so close but so hard to get to.

ANGLE ON GIL. He stands several hundred yards away from the rocks, backing slowly away, watching the insect hover, completely unprotected. CAMERA IS BEHIND HIM, so that we see the insect and the rocks in the distance.

Frustrated, the insect rises up into the air--and sees Gil. DRONING, it flies toward him, and he turns and bolts.

TRACKING SHOT ON GIL, running for his life. We can hear the DRONING of the insect grow louder and louder.

It buzzes over him and knocks him to his face at full run.

He flops over onto his back, and the insect comes down.

ON DAVIES, BRIAN & SHELLY IN THE ROCKS.

DAVIES
God, it's got Gil!

He and Brian scramble out of the boulders and begin to run to Gil's aid.

WIDE SHOT - GIL AND THE INSECT. This is shot with a TELEPHOTO LENS, with Gil SILHOUETTED IN BLACK AGAINST THE GIGANTIC, BLOODY RISING SUN. He lies on his back, trying to fend off the huge insect which buzzes above him.

The breeder drops slightly in the air, pinning Gil's arms and legs to the ground. While the man screams and kicks, THERE IS A SOFT POP AND A TRANSPARENT, SLIMY TUBE--THE OVIPOSITOR--SLIDES OUT OF THE REAR END OF THE INSECT. The ovipositor is transparent and we can see the light of the sun through it.

The ovipositor coils like a cobra and STRIKES--DIRECTLY INTO GIL'S STOMACH.

GIL SCREAMS A MORTAL SCREAM and continues to struggle.

The breeder is now holding Gil to the ground, its ovipositor plunged into his belly. THIS SCENE IS PLAYED IN SILHOUETTE AGAINST THE RISING SUN, but since the ovipositor is transparent, we can see through it. AND NOW, THE EGGS BEGIN TO FORCE THEIR WAY THROUGH THE OVIPOSITOR AND INTO GIL'S BELLY in a series of rhythmic contractions. (Visually, this reminds us of microphotographs of blood cells pumping through capillaries.)

And Gil continues to scream and kick.

ON BRIAN AND DAVIES, running.

ON GIL AND THE BREEDER - ANOTHER ANGLE. A lot has happened in the last few seconds. A narrow hole--really too narrow for a human body--has been dug in the ground; and one of Gil's legs, and one of his arms, protrude brokenly out of it. The breeder is busily stuffing him down into the hole. In the background, Davies and Brian run toward them.

The breeder hears them coming and spins toward them.

ON BRIAN AND DAVIES. Brian grabs Davies' arm, stopping him.

BRIAN
It's too late!

ANOTHER ANGLE. Seeing them, the breeder moves a few feet forward and stops, its tendrils snaking out in their direction.

DAVIES
I don't care! Kill it!

Brian looks at Davies and nods grimly. The two men grip their weapons tightly and advance on the insect.

BRIAN'S AND DAVIES' POINT-OF-VIEW. Hand-held camera advances on the insect. It holds its ground, the tendrils still flicking dangerously.

Suddenly, the DRONING starts again. LOW at first, then LOUDER, SHRILLER, until it is almost deafening. Brian and Davies hesitate, staring at this monstrosity. The breeder arches its back and begins to PULSE.

Abruptly, the droning stops. The breeder vibrates and FLIPS OVER ONTO ITS BACK, thrashing its legs and sputtering. It drones WEAKLY.

Hard pulsations rack its body, and with a sudden CRACK, it breaks apart at the waist. The two halves twitch a few more times then lie still.

Hesitantly, Brian and Davies approach it.

DAVIES
It's dead.

BRIAN
Why?

DAVIES
Their one night is over.

CLOSE SHOT OF THE BREEDER'S HEAD. Slowly, with a last dying contraction, the separate pieces of the head casing fold shut, revealing a perfect likeness of Heather's face. She looks peaceful and asleep.

ON DAVIES AND BRIAN.

DAVIES
Oohhhh...!

He grabs his face, shutting out the awful view.

Brian takes his arm, and as the morning sun rises, they limp slowly back toward the rocks.

EXTERIOR - CAMP - STILL EARLY MORNING

Brian and Davies, supporting a hysterically sobbing Shelly between them, trudge heavily up to the picnic tables and collapse onto the wooden seats. Davies keeps his arm around Shelly, patting her as she sobs. A half-empty bottle of wine sits on the table. Brian picks it up and drains half of what is left. Then he passes it to Davies, who drinks the rest in one swallow.

Then they sit, gasping for breath and staring at the table.

The ENGINE OF AN AUTOMOBILE is heard. They look up.

A STATE POLICE CAR pulls into camp, coming to a stop by the picnic tables where Brian, Davies and Shelly sit.

The car door opens, and a PATROLMAN climbs out. He looks like he's had a hard night, and he carries a shotgun.

PATROLMAN
Anybody else left alive here?

They look at him in exhaustion, but say nothing. He reads the answer from their faces and sits down at the table across from them. His weary face and battered clothing show that he's been through it himself.

PATROLMAN (CONT'D)
I'm supposed to evacuate you. We've got an emergency center set up in Pueblo Junction.

The patrolman takes a pack of cigarettes from his pocket, shakes one loose, tamps it on his thumbnail, and puts it in his mouth.

DAVIES
Just how bad is it?

PATROLMAN
(lights the cigarette)
Could have been worse.

The patrolman rises and walks back to his car.

WIDE SHOT - CAMP - MORNING

Brian, Davies, and Shelly slump exhaustedly at the picnic tables, while the patrolman speaks on the police radio. WE HOLD ON THIS SHOT, and

ROLL END TITLES.

THE END